

## Annual Report For the year ended at 31st of December 2019

This yearly report is prepared in accordance with FSA Regulation no.5/ 2018 for 2019 financial period.

Date of Report:	25 February 2020
Name of the legal entity:	UniCredit Bank S.A.
Corporate address:	Romania, Bucharest, no. 1F, Expozitiei Bd., 1st District
Corporate Contact Details:	Tel +40 21 200 2000 Website: <a href="http://www.unicredit.ro">www.unicredit.ro</a> Email: <a href="mailto:office@unicredit.ro">office@unicredit.ro</a>
Trade Register Registration Number:	J40/7706/1991
Sole Registration Code:	R0361536
Bank Register No:	RB-PJR - 40 - 011/1999
Operator of personal data no. ANSPDCP:	10964
Subscribed and paid-up share capital:	RON 455,219,478.30

The regulated capital market on which the issued bonds are traded:	Bursa de Valori Bucuresti (BVB) - Bucharest Stock Exchange ( <a href="http://www.bvb.ro">www.bvb.ro</a> )
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Main characteristics of the bonds issued by UniCredit Bank S.A.:	14,600 corporate bonds having a nominal value of RON 10,000/bond, market symbol UCB20 (ISIN ROUCTBDBC022).
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<http://www.bvb.ro/FinancialInstruments/Details/FinancialInstrumentsDetails.aspx?s=UCB20> )

	28,050 corporate bonds having a nominal value of RON 10,000/bond, market symbol UCB22 (ISIN ROUCTBDBC030).
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<http://www.bvb.ro/FinancialInstruments/Details/FinancialInstrumentsDetails.aspx?s=UCB22> )

	18,350 corporate bonds having a nominal value of RON 10,000/bond, market symbol UCB24 (ISIN ROUCTBDBC048).
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<http://www.bvb.ro/FinancialInstruments/Details/FinancialInstrumentsDetails.aspx?s=UCB24> )

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## 1. Analysis of the Bank's activity

### 1.1. Company's presentation

UniCredit Bank S.A. (the „Bank”) is the new brand name of UniCredit Tiriac Bank SA starting with August 2015, having its current registered office at 1F, Expozitiei Boulevard, District 1, Bucharest, Romania. The bank was established as a Romanian commercial bank as Banca Comerciala Ion Tiriac S.A. in 1991, which merged with HVB Bank Romania SA on 01.09.2006, resulting Banca Comerciala HVB Tiriac S.A. As a result of the merger by absorption of the former UniCredit Romania S.A. (the absorbed bank) by Banca Comerciala HVB Tiriac S.A. (the absorbing bank), the Bank is licensed by the National Bank of Romania to conduct banking activities. The Bank provides banking services in local currency („RON”) and in foreign currency to individuals and companies. UniCredit Bank is part of UniCredit, the European financial group with the most extensive network in Central and Eastern Europe and one of the most important in Europe. UniCredit Bank is a "one-stop-shop" for financial services, serving more than 600,000 customers.

UniCredit Bank S.A. is a joint stock company incorporated in Romania in 1991, registered with the Trade Register Bucharest under number J40/7706/1991, sole registration number (CUI) RO361536, registered with the Banking Register under number RB-PJR-40-011/18.02.1999

([http://www.bnro.ro/files/d/RegistreBNR/InstitCredit/ban1\\_raport.html](http://www.bnro.ro/files/d/RegistreBNR/InstitCredit/ban1_raport.html)).

As of 31 December 2019, UniCredit Group (the “Group”) consists of UniCredit Bank S.A. (the “Bank”) as parent company and its subsidiaries, UniCredit Consumer Financing IFN S.A. (“UCFIN”), UniCredit Leasing Corporation IFN S.A (“UCLC”) and Debo Leasing S.R.L. (“DEBO”)

The businesses of the subsidiaries and the percentage stake of the Bank in its subsidiaries are presented in the Consolidated financial statements, prepared in accordance with IFRS, as endorsed by EU for the period year ended at 31 December 2019.

Please see **Note Reporting entity** presented in the Notes to the Consolidated financial statements for the period ended 31 December 2019.

At 31 December 2019, the Group has conducted its activity through the Head Office, located in Bucharest and its network consisting in 146 branches (31 December 2018: 149) opened in Romania.

#### 1.1.1. Main results of the Group's activity and significant transactions

During 2019, UniCredit Bank Group, consisting of UniCredit Bank and its subsidiaries, focused its attention and resources on consolidation of market positions, risk management, growth and sound development of its business aiming meanwhile at the safeguarding of the Bank's assets and capital, value added creation for customers, society and shareholders through enhancement of the quality of products and services, strong management of credit, market and operational risks and internal controls fully aligned with statutory and UniCredit Group regulations and best international practices.

**Group has obtainin a consolidated net profit of RON 638 mio in 2019, 19,16% higher yoy.**

**UniCredit Bank has obtainin a individual net profit of RON 573 mio in 2019, 4% higher yoy.**

The Group had in 2019 RON thousands 2,162,905 consolidated operational income, higher by 13,11 % comparing with the year 2018. This evolution is generated, mainly, by increase of loans' volumes and deposits' volumes of comparing with the same period of the previous year. The operational expenses registered an increase (14,96%) durring 2019, RON thousands 974,293, compared with RON thousands 847,517 in 2018.

UniCredit Bank's financial indicators show a balanced position: the annualized return on equity (ROE) was 12,91% at the end of 2019, while the annualized return on assets (ROA) had reached 1,28%. Cost-income ratio was at 45,05%, increasing compared to the previous year.

## 1.1.2. Assessment of the Bank's technical level

Digitalization continued to represent a strategic direction in 2019 as well. As such, the Bank continued to pursue the elimination of paper documents in its relation with the customers, promoting the use of qualified electronic signatures issued by a Certification authority from Romania. By implementing the electronic signature, UniCredit offers its customers the possibility to choose how they want to interact with the bank, in the branch or remote, through alternative channels (for those products wherefore the possibility to digitally sign contractual documents was implemented).

Furthermore, the Bank continued to improve the Mobile Banking application, introducing new functionalities, with the purpose of providing clients with a simpler and quicker use experience.

## 1.1.3. Assessment of the technical and material supply activity (internal and external sources)

The technical and material provisioning activity is not significant for the Bank and for the Group.

## 1.1.4. Assessment of sales activity

Year 2019 was a year of numerous accomplishments, innovations and product launches for all the business lines of UniCredit in Romania.

The services and products offered by the Bank and its entities received numerous awards throughout the year, as recognition. Thus, UniCredit received the “Bank of the Year” award in 2019 in Romania from the British financial magazine “The Banker”, the second time when the bank receives this award, after having received it in 2017. The award came as recognition of the efforts taken for digital transformation. With regards to the corporate area business, the bank received multiple awards, such as: “UniCredit, Market Leader in Romania” awarded within the 2019 Euromoney’s Trade Finance Survey; “Bank of the Year” awarded within the 14<sup>th</sup> Gala of the SEE Real Estate Awards, hosted by Europa Property; “Best Service Provider for cash management” in Romania and “Cash management market leader” in Romania within “Euromoney Cash Management Survey 2019”.

At the same time, the efforts and dedication provided to private banking clients by the specialised team have been acknowledged in prestigious international reviews. On the one hand, UniCredit has been nominated by Global Finance as “The best bank for Private Banking in Romania”, and in Euromoney Private Banking and Wealth Management Survey, the Romanian bank received recognition for Best Private Banking Services Overall in Romania, Net-worth-specific services, sub-category: *High Net Worth Clients Technology* and Technology.

Locally, the Bank received numerous awards: in an effort to compensate excellence, Finmedia gave UniCredit Bank three awards for the retail activity and results (“The best agencies in the lending business”; “The best agencies in the attraction of deposits”; “The most profitable agencies”) and an award related to NPL management. Afterwards, Mastercard Young, the card designed for children, was nominated “Product of the Year” 2019 within the competition “Product of the Year” organised by Media Concept Store, and within the E-Finance gala organised by Finmedia, the Bank was successful in the “e-cards” category.

In 2019, UniCredit succeeded in consolidating its position in the top of the banks in Romania, by focusing on digitalisation and investing in this area, in order to provide clients with better digital solutions to simplify their banking experience, both for retail and corporate.

Thus, in the field of services provided to the company clients, UniCredit became in 2019 the first bank in Romania to provide, starting with December 2019, the possibility to sign the bank documentation with a certified electronic signature issued by an authorised provider in Romania. This signature, fully acknowledged in Romania and the European Union, with legal value identical to the handwritten signature, can be used in the relationship with other parties. The introduction of electronic signature for the simplification of processes in branch offices, bringing the great benefit of eliminating paper and replacing it with electronic documentation, easy to store and access by the clients and by the bank. This

launch came when, in 2018, UniCredit successfully implemented the possibility of electronic signature of documents for multiple types of products designed for retail, thus contributing to the streamlining of operations in branches and simplification of the clients' banking experience.

Also, in 2019, the Bank expanded the portfolio of banking solutions for the digital transformation of companies by the launch of a modular solutions for the payment acceptance for e-commerce, supporting those who want to open an on-line store in an easy, fast and safe way. By means of the two modules, eGenius and eGeniusWEB, UniCredit Bank provides solutions adapted to the type of business, making multiple benefits available to those who want to open an on-line store, from support for fast integration, safety by 3D Secure payments and on-line visibility and on social networks, by means of an integrated share option on these platforms. For the SMEs, the main benefit provided by the solutions for payment acceptance for e-Commerce UniCredit is that it facilitates the opening of a virtual store, and for the large companies, the biggest benefits relate to quick integration, provision of complete implementation solutions and time saves in the activation and appropriate operation of e-stores. Moreover, both solutions allow the generation of detailed reports for business and sales, a very handy benefit for users.

Not the least, for corporate clients, the Bank continued to provide in 2019 special funding conditions for the various agreements to which it adhered. Thus, at the beginning of the year, UniCredit Bank started the provision of facilities based on the agreement signed with the European Investment Fund (EIF), by the Fund of Funds Programme, a programme with funds attracted from the European Agricultural Fund for Rural Development (EAFRD) designed to facilitate access to funding for farmers and enterprises in the rural environment, a project funded by the European Union by means of the European Agricultural Fund for Rural Development and implemented in Romania by the National Programme for Rural Development 2014 – 2020.

For the retail business, the first half of 2019 was abundant in accomplishments for UniCredit. Staying true to its goal of becoming a stronger player in the retail area, the Bank continued to innovate and develop its offer, proposing simpler products, modern digital platforms and simplified processes to its clients.

Thus, in May, UniCredit Bank and Mastercard launched Mastercard Young, designed for the age category of up to 18 years, at the respective moment being the first debit card on the local market available to children 6 to 14 years old (according to a market survey in April 2019 by iSense Solutions for UniCredit Bank). The Product, attached to the GeniusCont Junior account offer, provides important financial and non-financial benefits for minor clients and their legal representatives.

Afterwards, in June, UniCredit Romania announced that Apple Pay becomes available to its clients, taking another step in the taken direction - that of innovation and digitalisation, providing the clients with new solutions that matter to them – a simple, fast and safe method of payment, which enriches their experience. Apple Pay can be used by all holders of UniCredit cards, at all terminals in Romania which allow contactless payments or anywhere in the world where contactless payments are accepted. With Apple Pay on iPhone, Apple Watch, iPad and Mac, the clients can enjoy fast and comfortable shopping in stores, via apps or online, using any type of UniCredit debit and credit cards.

At the same time, UniCredit Consumer Financing IFN SA (UCFIN), part of the UniCredit Bank group in Romania, continued the development of benefits provided to clients by the increase of the network of strategic partners, simplification and digitalisation of the acquisition and after-sales processes. In the field of telecommunication, our strategic partners provided their clients with payment plans for the acquisition of mobile terminals and accessories, with UniCredit Consumer Financing loans. The personal loan benefited from the launch of preferential green offers (Green Loan for the purchase of high-level energy products or technologies) and payroll (preferential price for the clients that collect or will collect their salary via UniCredit). All the products have been included in the Black Friday campaign in order to boost the online acquisitions. In the same online business, flows have been improved for digital signature, and the credit card launched the remote payment functionality through Apple Pay.

In the preparation for 2020, our focus will be on the increase of strategic partners, simplified digital flows for the improvement of the experience with the client and profiling of new cashback-type benefits on credit cards.

In 2019 UniCredit Leasing has consolidated its top position on the financial leasing market, through the financing products offered, continuing to support the development of the Romanian economy. Customer care was also a priority in 2019, the company continuing its efforts to increase the quality of services offered. In 2019 UniCredit Leasing launched a three-year senior bond issue, in amount of € 300 million. The listing was made on the Luxembourg Stock Exchange, with admission to trading on the MTF market.

The data presented for the financial year 2019 have taken into account the organization and management of the accounting activity in accordance with the Law no. 82 / 1991, republished and with further amendments and updates, NBR Order 27/16.12.2010 , with further updates and amendments.

All the state budget liabilities have properly booked and paid in accordance with local regulations in force.

The external auditor of the Bank, Deloitte Audit SRL, has audited the separate and consolidated financial statements for the year ended at 31 December 2019 in accordance with International Standards on Audit („ISA”). The audit opinion states that the separate and consolidated financial statements give a true and fair view on the financial position, financial performance and cash flows of the Bank and respectively of the Group in accordance with International Financial Reporting Standards as endorsed by European Union.

The audit results are presented in the external auditor Deloitte Audit SRL report attached to the separate, respectively to consolidated financial statements.

## **1.1.5. Appraisal of the Banks' respectively Group's personnel and related aspects**

As of 31 December 2019, UniCredit Bank had 2,987 full-time employees, and consolidated with UniCredit Leasing Corporation IFN S.A and UniCredit Consumer Financing IFN S.A it has 3,357 full-time employees.

The Bank is permanently concerned with the training and professional development of the employees, organizing courses both for the improvement of the technical knowledge and of the specific competences of the banking activity.

In respect of the trade union aspect, 1,182 (40%) employees of the Bank are members of the Trade Union..

### **Description of the relationship reports between management and employees, and any conflictual elements related to these reports**

The annual performance evaluation represents the completion of a continuous dialogue process that takes place throughout the year between the manager and the employees. A correct understanding of performance and expectations helps employees to identify the right path to reaching their maximum potential, in the most efficient way possible: Performance Evaluation.

Meanwhile, within the organization, professional training courses have been held for development of the managerial competences of managers, which aimed mainly at aspects related to employees' motivation, providing feedback, efficient management and organisation of teams, as well as activities regarding the improvement of performance and employees productivity, motivation, their commitment and cooperation, as well as these aspects between managers and employees.

## **1.1.6. Appraisal of the issuer activity on the environment**

There are no (existing or future) litigations regarding the breach of environment protection legislation.

## **1.1.7. Evaluating research and development**

Research and development activity consists in the diversification and improvement of computer programs.

## **1.1.8. Evaluating the business of the company on risk management**

The Bank continued to carefully analyze the actual and potential risks, reflecting the appropriate level of provisioning and capital requirements calculation.

The Bank aimed to develop a holistic framework for the management of significant risks – credit risk, market risk, operational risk, liquidity risk, reputational risk, business risk,, strategic risks and real estate investment risk – taking into account the correlations and interdependences between different risk types.

The main risks to which the UCB Group is exposed are:

### **1.1.8.1. Market risk and Interest rate risk**

Interest rate risk is the exposure of a bank's financial condition to adverse movements in interest rates. Interest rate fluctuations can be a source of profitability and shareholder value, but also represent a threat to the bank's earnings and capital base. Varying interest rates influence the level of earnings by changing interest income and expenses as well as other interest-sensitive income and operating expenses; they also impact the bank's underlying value by generating variations in the net present value of assets, liabilities and off balance sheet instruments. In view of that, UniCredit Bank has implemented risk management processes that maintain interest rate risk within prudent levels.

The management of the interest rate risk in the banking book aims to optimize, in an on-going scenario, the risk/return profile and long term value creation while reducing adverse impacts on bank's earnings and regulatory capital coming from interest rates volatility.

The Group monitors the exposure to interest rate risk by using a system of indicators and associated limits: duration gap, basis point value, VaR component for the interest rate risk in the banking book, net interest income sensitivity and economic value sensitivity.

### **1.1.8.2. Credit risk**

UCB Group is exposed to credit risk representing the risk of negative impact on revenues generated by debtors not fulfilling the contractual obligations of loans granted on short, medium or long run.

UCB Group manages this risk through a set of comprehensive measures, both at transaction and debtor, and at global level, related to:

- Strict evaluation of debtors' creditworthiness and of credit applications;
- Continuous monitoring of the exposures in order to identify any changes that may affect negatively the overall risk position, in order to adopt the most appropriate solutions for preventing/reducing the potential losses;
- Computation of expected credit loss (ECL), in accordance with the legislation in force on international financial reporting standards (IFRS9) and in conjunction with the provisions of UniCredit Group policies;

- Capital allocation for unexpected credit risk losses, in accordance with regulatory requirements and UniCredit Group regulations;
- Regular monitoring of the credit risk profile, in order to ensure compliance with the tolerance limits defined in accordance with the risk management strategy and the Bank's risk appetite.
- In respect of ensuring a prudent management for credit counterparty risk, the Bank deals with international banks with adequate ranking based on specific assessment criteria and strict internal rules. There are specific limits for the transactions with other banks related to deposits and foreign currency exchanges.

During 2019, the definition of non performing was slightly updated, as the significance threshold of the obligations from past due loans for retail exposures was aligned, both for the Bank and for UCFIN, at the level set up by Regulation no. 5/2018 amending and supplementing the Regulation of the National Bank of Romania no. 5/2013 regarding prudential requirements for credit institutions, as follows:

- the level of the relative component of the significance threshold is 1%;
- the level of the absolute component of the significance threshold is 150 RON.

### **1.1.8.3. Liquidity risk**

The liquidity risk is the probability of the bank falling short of its due payments resulting from its contractual relations with clients and third parties. Under normal conditions of market functioning, the liquidity risk may materialize also through the need for the bank to pay a premium over market rates to be able to access liquidity.

Among the main potential generators of liquidity risk, the Bank distinguishes between liquidity mismatch risk/refinancing risk; liquidity contingency Risk; market Liquidity Risk.

#### **Management of liquidity risk**

In line with the Group's liquidity framework, the main goal of the overall liquidity management is to keep the liquidity exposure at such a level that the bank is able to honor its payment obligations on an on-going basis, but also during a crisis without jeopardizing its franchise value or its brand's name.

Hence, two main operating models for the liquidity management are defined: Going Concern Liquidity Management and the Contingent Liquidity Management.

From a liquidity risk governance perspective, the Bank has two layers of governance bodies: Managing Bodies acting as strategic decision taking functions and Operational units acting as operative liquidity management functions, i.e. ALM, Financial Risk, Markets – Treasury.

The liquidity and funding strategy of the Bank is defined / reviewed at least on a yearly basis by considering the strategy and business model of the Bank, the actual and expected macroeconomic/financial conditions and the funding capacity of the Bank, as well as the overall risk tolerance as reflected by the Risk Appetite Framework.

In accordance with the strategic goal of self-sufficient funding, the Group's liquidity and funding strategy is centered on:

- achieving a well-diversified customer funding base;
- development of strategic funding through own bonds issues and covered bonds issues;
- development of relations with various international financial institutions and foreign banks for special financing programs.



The liquidity cost benefit allocation is an important part of the liquidity management framework. Liquidity is a scarce resource and accordingly a proper management of costs and benefits is essential in order to support sound and sustainable business models. Therefore, the Bank has put in place a proper funds transfer pricing mechanism.

## **Exposure to liquidity risk**

Key indicators used by the Bank for measuring liquidity risk are:

- the daily short-term liquidity report, through which cash inflows and outflows mainly coming from inter-bank transactions are monitored;
- the structural liquidity ratios/gaps, used to assess the proportion of medium-long term assets sustained with stable funding;
- regulatory indicators: the Bank has to comply with the limits imposed by National Bank of Romania, such as the liquidity indicator calculated according to NBR Regulation no. 25/201 and the Liquidity coverage ratio, calculated according with to the provisions of Regulation 575/2013 and Regulation no. 61
- other key indicators for the management of liquidity and funding needs used to assess the concentration of funding and the way in which loans to customers are sustained by commercial funds.

The Bank sets the limit and triggers levels for the main indicators used to measure the liquidity risk and in case a breach is observed or anticipated, specific requested actions are taken for correcting the structure of the asset and liability mix of the Bank.

Regular stress testing assessments are performed in order to evaluate the liquidity position of the Bank. In case of a deteriorating position, liquidity stress tests are one of the main metrics in order to support management's decisions before and also during stress situations. In particular, liquidity stress test results are useful in order to assess the "right" sizing and composition of a liquidity buffer on a regular basis. As such, liquidity stress testing serves as an essential tool of assessment of the liquidity risk in an on-going basis, rather than in a crisis situation only.

### **1.1.8.4. Operational risk**

Exposure to operational risk is generated by the probability of loss resulting from inadequate or failed internal processes, people and systems or from external events. Operational risk includes legal risk, but excludes strategic and reputational risks. Legal risk includes, but is not limited to, exposure to fines, penalties or punitive damages resulting from supervisory actions, as well as from private settlements.

The operational risk management framework within UniCredit Bank is well structured and involves relevant factors in promoting a culture favorable to communication, management and control of operational risk. The framework is supported by the existence of a dedicated independent function for the control of operational risk, by a structure of relevant committees and by a system of reporting operational risk to the Management of the Bank.

The operational risk management system is integrated into the internal processes defined for the management of significant risks. The main tools employed in the management and control of operational risk, are: collection of operational risk events, scenario analysis, operational risk indicators, mitigation actions and operational risk reporting.

The main objective of the operational risk management consists of implementing effective processes for the early identification of risk exposures as well as the definition and maintenance of a complex system of controls with proved efficiency in preventing risks' materialization and mitigating their effects.

## 1.1.8.5. Reputational Risk

Reputational risk is the current or prospective risk to earnings and capital arising from adverse perception of the image of the Bank on the part of customers, counterparties, shareholders/investors, regulators or employees (stakeholders).

In particular, it is the risk arising from negative perception on the part of customers, counterparties, shareholders, investors, debt-holders, market analysts, other relevant parties (such as civil society - NGOs, media, etc) or regulators that can adversely affect the ability to maintain existing, or establish new, business relationships and continued access to sources of funding.

The Bank has implemented a series of processes, methods, specific indicators and systems for controlling the reputational risk, in order to evaluate, monitor, reduce and report periodically to relevant bodies.

## 1.1.8.6. Business Risk

Business risk is defined as adverse, unexpected changes in business volume and/or margins that are not due to credit, market and operational risks. It can lead to serious losses in earnings, thereby diminishing the market value of a company. Business risk can result above all from a serious deterioration in the market environment, changes in the competitive situation or customer behavior, but may also result from changes in the legal framework.

## 1.1.8.7. Real Estate Risk

Real Estate Risk is defined as potential losses in market value resulting from market fluctuations of UniCredit Bank's own real estate portfolio.

## 1.1.8.8. Strategic Risk

The risk of suffering potential losses due to decisions or radical changes in the business environment, improper implementation of decisions, lack of responsiveness to changes in the business environment, with negative impact on the risk profile and consequently on capital, earnings as well as the overall direction and scope of a bank on the long run.

## 1.1.8.9. Risk of Excessive Leverage

Risk of excessive leverage represents the risk resulting from the Bank's vulnerability due to leverage or contingent leverage that may require unintended corrective measures to its business plan, including distressed selling of assets which might result in losses or in valuation adjustments to its remaining assets.

## 1.1.8.10. Inter-concentration Risk

Within the Bank, the following approaches relating to concentration risk are applicable

- Intra-risk concentration risk is considered in the risk management processes for each significant risk;
- The risk of inter-concentration is considered both in the risk management processes for individual risks and integrated when performing stress testing and evaluation of capital adequacy.

## 1.1.9. Main events, factors of uncertainty that can affect the Group's liquidity compared to previous year

After a softer decrease below the Central Bank's target, the inflation rate reached 4% at the end of 2019 and it is expected to remain above this level during 2020 on the back of the re-liberalization of energy prices (natural gas starting with July, respectively electricity on December 31<sup>st</sup>, 2020) and the increase of

excise on cigarettes. The inflation pressures are coming from industrial production prices fluctuations in the internal market as well as the increase of labour costs and RON depreciation which drove to an import prices growth. Our forecast for 2020 put the inflation in the interval 3.6%-4.3%, with the highest levels in July and August due to re-liberalization of the natural gas prices.

The National Bank of Romania („NBR”) kept the monetary policy rate at 2,5% throughout the year 2019. Similarly, the minimum reserve requirements were also seized at 8% level, both for local and foreign currency. For the year 2020 we do not anticipate any change in the monetary policy rate or the minimum reserve requirements. Moreover, the National Bank of Romania (“NBR”) organized weekly deposit operations with 1W maturity in order to drain the excess liquidity from the market, driving to a softer increase of ROBOR rates at the end of the year. ROBOR rates are expected to remain above the 3% level in 2020 given the strict management of the liquidity performed by NBR. The higher inflation forecasted will ask for significant efforts from NBR regarding the close management of the market liquidity and possible FX interventions in the market in order to prevent the sudden changes of the exchange rate and interest rates.

EURRON was quoted in the interval 4.7-4.8 in 2019, having constant depreciation pressures due to the negative capital flows, while for 2020 our expectations are to move up in a higher interval, respectively 4.8-4.9. National Bank warned that the depreciation pressures will increase this year in the context of a negative evolution of twin deficits and a potential sudden change of economic sentiment in the international markets. However, a gradual depreciation will not significantly affect the overvaluation of our local currency, as the labour costs exceeds the productivity.

The non-performing loans rate decreased to 4.6% in September 2019, but persisted to be above the EU average of 3%. Important optimization and restructuring of the credit portfolios was already performed therefore we are not expecting that similar operations to have an important impact on the non-performing loans. Furthermore, Central Bank reduced the indebtedness level for private individuals starting with January 2019 in order to prevent the increase of default risk, up to 30% for FX loans and 40% for local currency loans.

Loans granted in the local currency reached 67.9% out of the total in December, being preferred by the private sector. Compared with the same period of the previous year, the non-governmental loans rose by 6.3%, local currency loans being in the loop. On the other side, the deposits continued to rise faster than loans, reflecting that there is more space for new lending and the consumers continue to have a strong predisposition to savings.

## **Integrity/Corporate Social Responsibility**

For over 13 years, UniCredit Bank supports some of the most important financial and entrepreneurial education projects, communication and social initiatives, as well as cultural events from Romania. UniCredit Bank was involved and supported an important number of educational, entrepreneurial, social, and cultural events, in cooperation with various NGOs (Non-governmental Organization) and other partners.

Among them, during the first part of 2019: Social Impact Banking, Creative Minds Academy (3 editions in Iasi, Bucharest and Timisoara), Creative Quarter Design Festival (a multi-discipline event dedicated to creative industries from Bucharest, the Sibiu International Theatre Festival (where the Bank is involved in supporting the location at the Culture Factory), Teach for Romania (educational projects in underprivileged areas of the country), the SoNoRo scholarships program for young musicians, Nostalgia music festival, Plai festival Timisoara, Amural festival Brasov.

## **Social Impact projects**

The Social Impact Banking (SIB) program was launched also in Romania this year. SIB represents the commitment of UniCredit in building a more fair and inclusive society. Its purpose is identifying, financing and promoting businesses and people which have a positive social impact. The goal of this approach is to generate both economic benefits, and larger benefits at society level. In addition to the

provision of credits for projects and organizations which are generally excluded from accessing banking services and products, SIB offers to UniCredit Group the opportunity to share financial and business expertise through educational projects dedicated to micro-enterprises, social businesses, vulnerable or under-privileged groups, including young persons, elderly persons, and categories in situations with risks of social exclusion.

The involvement of UniCredit employees is an important element in accomplishing the actions within SIB which supports the building of valuable networks in communities wherein the Bank operates. These bring people together in order to share positive experiences and to increase the notoriety of relevant projects, with the purpose of increasing their potential impact. SIB will also involve the monitoring and measuring of results which are essential so as to secure a sustainable growth of both sponsored projects, as well as the output of investments made by the bank. The goal is to measure not only direct impact, but also the indirect positive effects of supported projects for social and economic welfare of communities wherein UniCredit is present.

Presently, the Bank continues the ongoing projects like the one for the financial and entrepreneurial education for micro-enterprises in the creative industries, Creative Minds Academy, which was adapted to Social Impact Banking's scope. Also, in 2019 we launched a new financial education program for high school students called Start Major.

## **Educational projects**

Starting this year, the Bank positioned the Creative Minds Academy in line with Social Impact Banking. In 2019, the Academy reached Iasi for the first time, then Timisoara and Cluj-Napoca for the second time and Bucharest for the spring and autumn edition. Over 200 creative entrepreneurs who participated in those sessions benefited from the new course we introduced - social innovation. In association with Ashoka, an international organization dedicated to promoting social businesses, we developed an educational module intended to help entrepreneurs in identifying and capitalizing on social impact opportunities within their business.

The partnership with the Teach for Romania team was continued through the support granted to 3 teachers whose wages are covered for the 2019-2020 school year and who, presently teach in a school from Fundeni, Calarasi.

## **Cultural projects**

The UniCredit group has a long-lasting tradition in supporting culture due to its conviction that this is a way to promote social and economic progress, but also to encourage dialogue regarding innovation, social cohesion, and feeling of belonging.

UniCredit is one of the two official sponsors of the Sibiu International Theatre Festival (FITS). For its 16th year, UniCredit was the official partner of FITS, an event dedicated to the performing arts which placed Romania on the world's cultural map and continues to support the festival. As such, by giving high quality art to the FITS public, UniCredit invests in things that matter for such public. In 2019, the Bank continued supporting the Culture Factory location where, along with the Radu Stanca Theatre team it develops an education platform for arts, culture, and architecture. Additionally, in this year, the Bank supported the lanterns exhibition "Lantern Festival", a centuries old Chinese tradition, in the Astra Sibiu Museum because cultural projects directly contribute to the social and economic progress of society and, as such, involvement in those which matter for Romanians.

## **2. Tangible and intangible assets**

### **2.1. Presentation and analysis of the effects on the financial position of the Group regarding the capital expenditures, current or in advanced, compared to those related to the same reporting period of the previous year**

Tangible and intangible assets were in gross amount of RON thousands 1,005,157 as of 31 December 2019 compared to RON thousands 890,067 as of 31 December 2018 representing a increase of 13% (in net amounts RON thousands 396,652 as of 31 December 2019 compared to RON thousands 336,157 as of 31 December 2018, representing a increase by 18%).

### **2.2. Description of the location and characteristics of production capacities owned by the Bank**

As of 31 December 2019, the Bank owned the following buildings in which it is performing its activity through its branches: Bucuresti („Norilor”, „Victoria”, „Traian”, „SMBU”, „SMB2”, „Magheru”, branches), „Calafat”, „Focsani”, „Satu-Mare”, „Craiova”, „Pitesti”, „Oradea”, „Piatra Neamt, etc.. The remaining buildings in which the Group runs its activities are rented. The bank has closed 4 branches in 2019 located in rented office spaces.

### **2.3. Mention of potential problems related to property rights over the Bank's tangible assets**

There are no problems related to property rights .

## 3. Capital Market for the bonds issued by the Bank

### 3.1. Description of the market in Romania and other countries on where the issued bonds are traded

In July 2017, the Bank issued 61,000 medium and long term bonds denominated in RON listed on Bucharest Stock Exchange with nominal value of 10,000/bond, having the following characteristics:

Symbol UCB20, ISIN ROUCTBDBC022, number of instruments 14,600, floating rate ROBOR 6M + 0.65%, interest coupon half-yearly payable and redemption date on 15 July 2020. Out of 6 interest coupons four coupons have been paid to the bond holders;

Symbol UCB22, ISIN ROUCTBDBC030, number of instruments 28,050, floating rate ROBOR 6M + 0.85%, interest coupon half-yearly payable and redemption date on 15 July 2022. Out of 10 interest coupons of this bond issue four coupons have been paid to the bond holders;

Symbol UCB24, ISIN ROUCTBDBC048, number of instruments 18,350, floating rate ROBOR 6M + 1.05%, interest coupon half-yearly payable and redemption date on 15 July 2024. Out of 14 interest coupons of this bond issue four coupons have been paid to the bond holders.

Information regarding these bonds are presented on the Bucharest Stock Exchange website:

<http://www.bvb.ro/FinancialInstruments/Details/FinancialInstrumentsDetails.aspx?s=UCB20>

<http://www.bvb.ro/FinancialInstruments/Details/FinancialInstrumentsDetails.aspx?s=UCB22>

<http://www.bvb.ro/FinancialInstruments/Details/FinancialInstrumentsDetails.aspx?s=UCB24>

### 3.2. In case the reporting entity has issued bonds and/or other securities, description of the way the entities settle the obligations to the holders of those securities

The coupon payments are made in accordance with the provisions of the Chapter „Bonds terms and conditions”, paragraph **9 Payments** in the „BONDS ISSUE PROSPECTUS” published on the Financial Supervision Authority’s website (<http://www.asfromania.ro>) – direct link:

<http://www.asfromania.ro/supraveghere/supraveghere-capital/emitenti-capital-supraveghere/oferte-publice-capital-supraveghere/prospecte-amendamente/1891-prospectele-amendamentele-certIFICATELE-PENTRU-OFERTELE-DE-VANZARE-APROBATE-DE-A-S-F-C-N-V-M>

UniCredit Bank SA signed in August 2017 Service Contracts with the Central Depository and has the status of paying agent for its own issued bonds.

### 3.3. Description of the Bank’s policy regarding dividends

In April 2019, the General Meeting of Shareholders approved the distribution of net profit for the year 2018 as follows:

- increase of the legal reserve by 12,320,215.40 RON up to 20% of the amount of the Bank’s share capital, in accordance with the provisions of Law 31/1990;
- establishing of a reserve amounting to 27,258,575.00 RON for the profit reinvested of exercise 2018;
- the distribution of dividends amounting to 360,749,199.47 RON, proportional to the share of each shareholder in the registered capital of the Bank;
- reinvesting the net profit remaining in total value of 150,470,728.13 RON in order to support the capital base and the Bank’s solvency rate (in order to develop the Bank’s business strategy).

## 4. Changes which impact the Shareholders equity and Management of the Group

### 4.1. Changes in the administration of the Group

On 17<sup>th</sup> of April 2008, General Meeting of Shareholders adopted the dual tier governance system, through which the management of UniCredit Bank SA is ensured by the Management Board, respectively by Supervisory Board, Management Board members not being able to be in the same time members of the Supervisory Board.

#### **Presentation of the Supervisory Board members as of 31 December 2019**

Supervisory Board of UniCredit Bank as of 31 December 2019 consisted of:

1. Corneliu Dan Pascariu, Romanian citizen, born on 12.05.1950, President of Supervisory Board;
2. Heinz Meidlinger, Austrian citizen, born on 06.09.1955, Vicepresident of Supervisory Board;
3. Jutta Liebenwein Schoeffmann, Austrian citizen, born on 30.11.1959, Member of Supervisory Board;
4. Stefano Porro, Italian citizen, born on 07.03.1975, Member of Supervisory Board;
5. Zeynep Nazan Somer Ozelgin, Turkish citizen, born on 06.11.1963, Member of Supervisory Board;
6. Pasquale Giamboi, Italian citizen, born on 24.10.1954, Member of Supervisory Board.

#### **Presentation of the Management Board members as of 31 December 2019**

Management Board of UniCredit Bank as of 31 December 2019 consisted of:

1. Cătălin Răsvan Radu, Romanian citizen, born on 12.02.1966, Executive President (CEO), President of Management Board;
2. Marco Cravario, Italian citizen, born on 28.05.1967, First Executive Vice-president (Deputy CEO);
3. Philipp Gamauf, Austrian citizen, born on 23.06.1982, Executive Vice-president, Member of Management Board;
4. Nicola Longo Dente, Italian citizen, born on 21.06.1959 Executive Vice-president, Member of Management Board;
5. Andrei Bratu, Romanian citizen, born on 16.04.1978, Executive Vice-President, Member of Management Board;
6. Carlo Driussi, Italian citizen, born on 01.01.1978, Executive Vice-President, Member of Management Board.

During 2019, there have been the following changes in the governing bodies of UniCredit Bank regarding:

#### **Supervisory Board's members:**

- In the meeting of the Ordinary General Meeting of Shareholders, which took place on 25.02.2019, Mr. **Faik Acikalin** was appointed as a member of the Supervisory Board in the Bank, for a mandate of 3 years, respectively until 25.02.2022. As of 07.01.2020, this appointment was approved by the NBR.
- On 10.07.2019 Mr. **Pasquale Giamboi** has been approved by the NBR as a member of the Supervisory Board of the Bank.
- During the Ordinary General Meeting of Shareholders held on September 19, 2019, was approved as follows:

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- appointment of Mrs. **Luboslava Uram** as member of the Supervisory Board of UniCredit Bank S.A. for a mandate of 3 years, respectively from November 1, 2019 until November 1, 2022 appointment under NBR approval;
- acknowledgement of the resignation of Mr. **Luca Pierluigi Rubaga** from the mandate of member of the Bank's Supervisory Board as of 01.11.2019.

## Management Board's members:

- Mr. **Andrei Bratu** started to exercise his responsibilities as member of the Bank's Management Board (Risk Division Coordinator) on **01.01.2019**, following his appointment during the meeting of the Supervisory Board on 18.10.2018 and the approval granted by the NBR;
- Mr. **Carlo Driussi** started to exercise his responsibilities as member of the Bank's Management Board (GBS Division Coordinator) on **24.05.2019**, following his appointment during the meeting of the Supervisory Board from 05.12.2018 and the approval granted by the NBR;
- in the meeting of the Supervisory Board from **11.09.2019**, it was acknowledged the termination of the mandate of Mr. **Septimiu Postelnicu** as a Member of the Bank's Management Board (Retail Division Coordinator) starting with **01.11.2019**, whereas as of the same dates Mrs. **Antoaneta Curteanu** was appointed as Executive Vice President (Retail Division Coordinator), replacing Mr. Postelnicu. Mrs. **Antoaneta Curteanu** started to exercise her responsibilities on **25.11.2019**, following the approval granted by the NBR;
- in the meeting of the Supervisory Board from 12.11.2019, it was acknowledged the resignation of Mr. **Marco Cravario** from the position as Member of the Bank's Management Board (First Executive Vice President) effective starting with 01.01.2020; Approvals related to the appointment of the successor of Mr. Marco Cravario are still on going.

There are no litigations or administrative proceedings in the Bank's records regarding the members of the Supervisory Board or the Board of Directors of UniCredit Bank.

## **4.2. Increase of share capital. Changes in the shareholders' equity of the Bank**

As of December 31 2019, the share capital of the Bank is of RON 455,219,478.30, consisting of 48,948,331 ordinary shares (same number as for 31 December 2018), with a face value of RON 9.30 /share and a share premium of RON 75.93 /share. The total value of the share premium is RON thousands 621,680.

As of December 31, 2019, UniCredit Bank SpA, the main shareholder of the Bank, owns 98.63% of the Bank's social capital (same as in 31 December 2018).

No changes in the share capital of the Bank were performed during 2019. Therefore, as at December 31 2019, the Shareholders structure was as follows:

Shareholder	Shares' number	Value (RON)	%
UniCredit S.p.A.	48,277,621	448,981,875.30	98.6298
Romanian Individuals	631,989	5,877,497.70	1.291
Romanian Legal Entities	21,606	200,935.80	0.0447
Foreign Individuals	9,775	90,907.50	0.0202
Foreign Legal Entities	7,340	68,262.00	0.0143
<b>TOTAL</b>	<b>48,948,331</b>	<b>455,219,478.30</b>	<b>100</b>



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## 5. Consolidated and separate financial statements

### 5.1. Assets, Liabilities, Equity

The structure and the evolution of the main categories of assets, liabilities and equity of the Group are presented below:

In RON thousands	Group			Bank		
	2019	2018	2017	2019	2018	2017
<b>Assets:</b>						
Cash and cash equivalents	11,693,894	10,282,258	8,824,908	11,693,863	10,282,174	8,824,887
Financial assets at fair value through profit or loss	267,990	296,785	121,382	267,990	296,785	121,413
Derivatives assets designated as hedging instruments	-	146	4,197	-	146	4,197
Loans and advances to customers at amortized cost*	26,013,805	24,622,314	23,940,918	22,483,263	20,973,071	20,750,502
Net lease receivables*	3,323,516	3,002,737	2,710,234	-	-	-
Placements with banks at amortized cost	572,567	1,897,602	1,125,134	572,567	1,897,602	1,125,134
Other financial assets at amortized cost	142,810	190,151	104,533	100,767	143,332	118,193
Financial assets at fair value through other comprehensive income	8,614,640	7,330,621	6,002,073	8,612,294	7,328,275	5,999,727
Investment in subsidiaries	-	-	-	143,116	143,116	143,116
Property and equipment*	200,368	173,260	180,195	188,613	171,402	178,613
Right of use assets	174,235	-	-	160,445	-	-
Intangible assets*	196,284	162,897	168,094	186,516	152,089	156,393
Current tax assets	2,848	630	-	2,848	-	-
Deferred tax assets	132,466	143,456	110,054	60,809	79,454	56,459
Other assets*	191,185	201,485	166,418	68,066	79,050	58,035
Non-current assets and disposal groups classified as held for sale	-	32,692	36,812	-	-	-
<b>Total assets</b>	<b>51,526,608</b>	<b>48,337,034</b>	<b>43,494,950</b>	<b>44,541,157</b>	<b>41,546,496</b>	<b>37,536,670</b>

\* The comparative information has been restated, as described below.

Starting 2019, advances paid for fixed assets acquisition were reclassified from Property and equipment and Intangible assets caption to Other assets caption. The comparative data for 31 December 2018, were restated in the current year presentation.

The Group also reclassified its portfolio of loans granted by the UniCredit Leasing Corporation subsidiary to its clients, from the balance sheet item "Net lease receivables" in the balance sheet item "Loans and advances to customers at amortized cost". The comparative data for 31 December 2018, were restated in the current year presentation in order to ensure the comparability of the data and information presented.

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In RON thousands	Group			Bank		
	31.12.2019	31.12.2018	31.12.2017	31.12.2019	31.12.2018	31.12.2017
<b>Liabilities:</b>						
<b>Financial liabilities at fair value through profit or loss</b>	73,969	69,809	80,020	73,969	69,829	80,020
Derivatives liabilities designated as hedging instruments	114,852	78,919	76,166	114,852	78,919	76,166
Deposits from banks	1,666,287	3,757,657	3,148,300	1,666,287	3,757,657	3,148,300
Loans from banks and other financial institutions at amortized cost	6,483,236	7,591,301	6,558,213	795,267	1,073,065	868,424
Deposits from customers	33,938,950	29,494,901	27,049,412	34,706,764	29,841,828	27,336,175
Debt securities issued	2,044,046	622,115	1,166,163	621,823	622,115	1,166,163
Other financial liabilities at amortized cost	391,071	459,838	494,351	340,562	368,442	454,759
Subordinated liabilities	912,449	890,311	890,162	807,304	787,705	787,082
Lease liabilities	163,898	-	-	158,752	-	-
Current tax liabilities	2,699	44,889	22,806	-	43,705	14,388
Deferred tax liabilities	-	-	-	-	-	-
Provisions	240,959	205,454	131,914	218,819	202,412	144,600
Other non-financial liabilities	251,401	264,656	166,344	167,708	152,408	95,189
<b>Total liabilities</b>	<b>46,283,817</b>	<b>43,479,850</b>	<b>39,783,851</b>	<b>39,672,107</b>	<b>36,998,085</b>	<b>34,171,266</b>

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In RON thousands	Group			Bank		
	2019	2018	2017	2019	2018	2017
<b>Equity</b>						
Share capital	1,177,748	1,177,748	1,101,604	1,177,748	1,177,748	1,101,604
Share premium*	621,680	621,680	1	621,680	621,680	(1)
Cash flow hedging reserve	(47,833)	(45,054)	(48,923)	(47,833)	(45,054)	(48,923)
Reserve on financial assets at fair value through other comprehensive income	20,330	(88,570)	(53,503)	20,330	(88,570)	(53,503)
Revaluation reserve on property and equipment	12,682	9,819	9,673	12,682	9,819	9,673
Other reserves	298,289	271,031	244,828	298,289	271,031	244,828
Retained earnings	3,050,001	2,794,726	2,307,202	2,786,154	2,601,756	2,111,725
<b>Total equity for parent company</b>	<b>5,132,897</b>	<b>4,741,381</b>	<b>3,560,881</b>	<b>4,869,050</b>	<b>4,548,411</b>	<b>3,365,404</b>
Non-controlling interest	109,894	115,803	150,218	-	-	-
<b>Total equity</b>	<b>5,242,791</b>	<b>4,857,184</b>	<b>3,711,099</b>	<b>4,869,050</b>	<b>4,548,411</b>	<b>3,365,404</b>
<b>Total liabilities and equity</b>	<b>51,526,608</b>	<b>48,337,034</b>	<b>43,494,950</b>	<b>44,541,157</b>	<b>41,546,496</b>	<b>37,536,670</b>

\* The real value of Share premium in 2017 is RON 55; due to the presentation in RON thousands it is presented as 1

At the end of 2019, total assets were RON thousands 51,526,608, compared to RON thousands 48,337,034 as of 31 December 2018 (increase by 6.60%).

## The main significant changes (increase/decrease) of Group assets were for the following categories:

- **Loans and advances to banks:** decrease by RON thousands 1,325,036 (-69.83%) from RON thousands 1,897,603 in December 2018 to RON thousands 572,567 in December 2019.
- **Loans and advances to customers:** increase by RON thousands 1,391,491 (+5.65%) from RON thousands 24,622,314 in December 2018 to RON thousands 26,013,805 in December 2019.
- **Non-current assets and disposal groups classified as held for sale:** decrease by RON thousands 32,692 (-100%) in December 2019. During 2019, the Group sold non-current assets classified "held for sale" as per IFRS 5 for a total price of thousand RON 33,942 (thousand RON 32,692 Net Book value), resulting in a net gain of thousand RON 1,249. As at 31 December 2019, the Group received cash RON thousand 6,000 out of total sale price, and the remaining amount will be paid at a later stage.
- **Financial assets at fair value through other comprehensive income:** increase by RON thousands 1,284,019 (+17.52%) from RON thousands 7,330,621 in December 2018 to RON thousands 8,614,640 in December 2019.
- **Cash and cash equivalents:** increase by RON thousands 1,411,636 (+13.73%) from RON thousands 10,282,258 in December 2018 to RON thousands 11,693,894 in December 2019.
- **Net lease receivables:** increase by RON thousands 320,779 (+10.68%) from RON thousands 3,002,737 in December 2018 to RON thousands 3,323,516 in December 2019.
- **Financial assets at fair value through profit or loss:** decrease by RON thousands 28,795 (-9.70%) from RON thousands 296,785 in December 2018 to RON thousands 267,990 in December 2019.

- **Right of Use assets:** new position in the financial year 2019, from 01.01.2019, the Group applies the new standard IFRS 16 "Leasing Contracts", described in the financial statements in Note 3 in "Accounting Policies" and from the perspective of the impact on the financial statements in Note 44 "IFRS 16".

**The main significant changes (increase/decrease) of Group liabilities/equity positions were for the following categories:**

- **Derivatives liabilities designated as hedging instruments:** increase by RON thousands 35,933 (+45.53%) from RON thousands 78,919 as at 31 December 2018 to RON thousands 114,852 as at 31 December 2019.
- **Deposits from banks:** decrease by RON thousands 2,091,370 (-55.66%) from RON thousands 3,757,657 at 31 December 2018 to RON thousands 1,666,287 at 31 December 2019.
- **Loans from banks and other financial institutions at amortized cost:** decrease by RON thousands 1,108,065 (-14.60%) from RON thousands 7,591,301 at 31 December 2018 to RON thousands 6,483,236 at 31 December 2019.
- **Deposits from customers:** increase by RON thousands 4,444,049 (+15.07%) from RON thousands 29,494,901 at 31 December 2018 to RON thousands 33,938,950 at 31 December 2019.
- **Debt securities issued:** increase by RON thousands 1,421,931 (+228.56%) from RON thousands 622,115 in 31 December 2018 to RON thousands 2,044,046 31 December 2019, following the bond issue done by UNICREDIT LEASING CORPORATION IFN SA in October 2019 for a total amount of 300 million Euro that are admitted to trading on the Euro MTF market on the Luxembourg Stock Exchange.
- **Lease liabilities:** new position in the financial year 2019, from 01.01.2019, the Group applies the new standard IFRS 16 "Leasing Contracts", described in the financial statements in Note 3 in "Accounting Policies" and from the perspective of the impact on the financial statements in Note 44 "IFRS 16".
- **Current tax liabilities:** decrease by RON thousands 42,190 (-94.77%) from RON thousands 44,889 at 31 December 2018 to RON thousands 2,699 at 31 December 2019.
- **Provisions:** increase by RON thousands 35,505 (+17.28%) from RON thousands 205,454 at 31 December 2018 to RON thousands 240,959 at 31 December 2019.
- **Reserve on financial assets at fair value through other comprehensive income:** increase by RON thousands 108,900 (+122.95%) from RON thousands -88,570 at 31 December 2018 to RON thousands 20,330 at 31 December 2019.

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## 5.2. Income statement

Income statement for the Group and Bank is presented below:

In RON thousands	Group			Bank		
	31.12.2019	31.12.2018	31.12.2017	31.12.2019	31.12.2018	31.12.2017
Interest income	1,850,803	1,704,394	1,309,852	1,339,265	1,258,876	959,284
Interest expense	(526,573)	(476,770)	(287,013)	(378,152)	(350,856)	(209,716)
<b>Net interest income</b>	<b>1,324,230</b>	<b>1,227,624</b>	<b>1,022,839</b>	<b>961,113</b>	<b>908,020</b>	<b>749,568</b>
Fee and commission income	454,938	416,318	461,957	424,480	417,581	382,125
Fee and commission expense	(138,481)	(110,874)	(89,753)	(127,476)	(98,893)	(80,986)
<b>Net fee and commission income</b>	<b>316,457</b>	<b>305,444</b>	<b>372,204</b>	<b>297,004</b>	<b>318,688</b>	<b>301,139</b>
Net income from instruments at fair value through profit and loss	360,345	304,901	211,658	360,345	304,901	212,542
FX Gains/ (Losses)	96,215	47,264	69,845	83,747	36,290	56,455
Fair value adjustments in hedge accounting	1,831	(2,576)	(4,374)	1,831	(2,576)	(4,375)
Net income on disposal of financial assets and liabilities which are not at fair value through profit or loss	51,895	7,775	66,857	34,550	4,025	45,906
Dividend income	1,971	2,376	2,191	1,971	2,376	2,191
Other operating income	9,961	19,372	12,724	6,810	12,153	14,287
<b>Operating income</b>	<b>2,162,905</b>	<b>1,912,180</b>	<b>1,753,944</b>	<b>1,747,371</b>	<b>1,583,877</b>	<b>1,377,713</b>
Personnel expenses	(421,876)	(398,446)	(373,149)	(367,480)	(347,332)	(325,338)
Depreciation and impairment of tangible assets	(95,246)	(37,247)	(44,328)	(89,633)	(36,569)	(43,630)
Amortisation and impairment of intangible assets	(57,049)	(58,368)	(50,086)	(50,484)	(50,235)	(46,125)
Other administrative costs	(377,120)	(326,289)	(356,263)	(344,931)	(289,016)	(315,715)
Other operating costs	(23,002)	(27,162)	(23,263)	(11,810)	(16,255)	(11,474)
<b>Operating expenses</b>	<b>(974,293)</b>	<b>(847,512)</b>	<b>(847,089)</b>	<b>(864,338)</b>	<b>(739,407)</b>	<b>(742,282)</b>

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In RON thousands	Group			Bank		
	31.12.2019	31.12.2018	31.12.2017	31.12.2019	31.12.2018	31.12.2017
<b>Net operating income</b>	<b>1,188,612</b>	<b>1,064,668</b>	<b>906,855</b>	<b>883,033</b>	<b>844,470</b>	<b>635,431</b>
<b>Net impairment losses on financial assets</b>	(387,323)	<b>(357,800)</b>	(336,719)	(191,157)	<b>(150,954)</b>	(167,961)
Net impairment losses on non-financial assets	(396)	-	-	(396)	-	-
Net provision losses	(33,209)	(68,791)	(80,131)	(14,165)	(47,445)	(79,733)
Net gains/(loss) from other investment activities	1,249	64	(4,576)	-	64	(4,576)
<b>Profit before taxation</b>	<b>768,933</b>	<b>638,141</b>	<b>485,430</b>	<b>677,315</b>	<b>646,135</b>	<b>383,161</b>
Income tax	(131,358)	(103,070)	(79,557)	(104,395)	(95,336)	(57,887)
<b>Net profit for the year</b>	<b>637,575</b>	<b>535,071</b>	<b>405,873</b>	<b>572,920</b>	<b>550,799</b>	<b>325,274</b>
<b>Attributable to:</b>						
<b>Equity holders of the parent company</b>	<b>643,482</b>	<b>564,455</b>	<b>384,625</b>	<b>572,920</b>	<b>550,799</b>	<b>325,274</b>
Non-controlling interests	(5,907)	(29,384)	21,248	-	-	-
<b>Net profit for the year</b>	<b>637,575</b>	<b>535,071</b>	<b>405,873</b>	<b>572,920</b>	<b>550,799</b>	<b>325,274</b>

The table below presents a share of each category of products or services in the bank's operating income for the last three years:

% of total revenues	Group			Bank		
	2017	2018	2019	2017	2018	2019
Loans and advances to customers <sup>1</sup>	50%	46%	42%	36%	30%	30%
Customer deposits <sup>2</sup>	11%	15%	15%	14%	18%	19%
Transactions <sup>3</sup>	13%	12%	11%	19%	17%	14%
Investments and trading <sup>4</sup>	16%	18%	21%	20%	22%	27%
Others <sup>5</sup>	10%	9%	10%	11%	12%	10%

1. interest income and commissions related to clients' financial services

2. revenues and expenses related to customer deposits

3. revenues and expenses with commissions related to banking transactions and services (eg payments, FX, cash transactions)

4. revenues from trading

5. revenues and expenses with insurance commissions, mutual funds, incomes in relation to other banks

# 2019 Annual Report as per FSA Regulation 5/2018

## 5.3. Cash flow statements

The structure of cash flows is summarized by the statement of cash flows:

In RON thousands	Group			Bank		
	2019	2018	2017	2019	2018	2017
<b>Operating activities</b>						
Profit / (Loss) before taxation	768,933	638,141	485,430	677,315	646,135	383,161
<b>Adjustments for non-cash items:</b>						
Depreciation, amortisation and impairment on tangible and intangible assets	152,295	95,626	94,414	140,117	86,820	89,756
Net impairment losses on financial assets	462,203	401,279	380,883	271,109	180,848	212,296
Change in fair value of derivatives at fair value through profit or loss	4,451	(35,667)	17,930	4,412	(35,667)	17,930
Other items for which the cash effects are investing or financing	(14,592)	7,451	165,068	(13,343)	1,166	46,895
Other non-cash items	407,997	(135,559)	(96,694)	213,543	(158,226)	(75,211)
<b>Operating profit before changes in operating assets and liabilities</b>	<b>1,781,287</b>	<b>971,271</b>	<b>1,047,030</b>	<b>1,293,153</b>	<b>721,076</b>	<b>674,827</b>
<b>Change in operating assets:</b>						
(Increase) / Decrease in financial assets at fair value through profit and loss/other comprehensive income	(1,043,849)	(1,486,128)	529,704	(1,043,850)	(1,486,117)	529,704
(Increase) / Decrease in loans and advances to banks	1,322,993	(769,261)	(387,048)	1,322,993	(768,993)	(387,048)
(Increase) / Decrease in loans and advances to customers	(1,749,209)	(694,261)	(2,466,841)	(1,690,780)	(125,052)	(2,074,042)
(Increase) / Decrease in lease investment	(424,994)	(399,039)	(584,659)	-	-	-
(Increase) / Decrease in other assets	37,821	(122,921)	(378,035)	36,117	(54,096)	(85,289)

## 2019 Annual Report as per FSA Regulation 5/2018

In RON thousands	Group			Bank		
	2019	2018	2017	2019	2018	2017
<b>Change in operating liabilities:</b>						
(Decrease) / Increase in deposits from banks	(2,090,967)	675,379	(15,417)	(2,090,967)	675,379	(15,417)
(Decrease) / Increase in deposits from customers	4,190,791	2,390,546	5,053,454	4,610,789	2,471,397	4,892,053
(Decrease) / Increase in other liabilities	(99,835)	(10,829)	354,738	(27,040)	(91,942)	381,945
Income tax paid	(188,727)	(103,009)	(121,668)	(155,469)	(79,170)	(104,136)
<b>Cash flows from / (used in) operating activities</b>	<b>1,735,311</b>	<b>451,748</b>	<b>3,031,259</b>	<b>2,254,946</b>	<b>1,262,482</b>	<b>3,812,597</b>
<b>Investing activities</b>						
Proceeds from sale of property and equipment	1	1,257	12,626	1	1,257	1,713
Acquisition of property and equipment and intangible assets	(141,045)	(83,265)	(83,293)	(133,563)	(75,308)	(80,371)
Proceeds from sale of non-current assets held for sale (note 18)	6,000	-	2,191	-	-	2,191
Proceeds from sale of equity investments	-	13,148	656	-	-	656
<b>Cash flows used in investing activities</b>	<b>2,211</b>	<b>2,466</b>	<b>(67,820)</b>	<b>2,211</b>	<b>2,466</b>	<b>(75,810)</b>
<b>Financing activities</b>						
Dividends paid	(357,421)	-	(125,881)	(357,421)	-	(125,881)
(Payments)/proceeds from bonds issued	1,411,004	(550,000)	610,000	-	(550,000)	610,000
Increase in capital and share premium	-	697,825	-	-	697,825	-
Repayments of loans from financial institutions	(4,034,241)	(2,404,310)	559,164	(298,108)	(261,970)	559,164
Repayments/drawdowns from subordinated liabilities	2,848,271	3,334,490	(4,726,744)	-	386,532	(1,784,916)
Drawdowns from loans from financial institutions	-	-	3,738,500	-	-	68,786
Repayment of the lease liabilities	(56,788)	-	-	(54,776)	-	-



## 2019 Annual Report as per FSA Regulation 5/2018

In RON thousands	Group			Bank		
	2019	2018	2017	2019	2018	2017
<b>Cash flows from financing activities</b>	<b>(189,175)</b>	<b>1,078,005</b>	<b>55,040</b>	<b>(710,305)</b>	<b>272,387</b>	<b>(672,847)</b>
Net increase in cash and cash equivalents	1,413,303	1,463,359	3,018,479	1,413,290	1,463,284	3,063,393
<b>Cash and cash equivalents at 1 January</b>	<b>10,285,157</b>	<b>8,824,908</b>	<b>5,806,429</b>	<b>10,285,073</b>	<b>8,824,887</b>	<b>5,760,948</b>
IFRS 9 impact at 01.01.2018	-	(3,110)	-	-	(3,098)	-
<b>Cash and cash equivalents at 31 December</b>	<b>11,698,460</b>	<b>10,285,157</b>	<b>8,824,908</b>	<b>11,698,363</b>	<b>10,285,073</b>	<b>8,824,887</b>
<b>Cash flows from operating activities comprise:</b>						
Interest income	1,811,688	1,258,545	1,078,022	1,316,448	920,013	1,078,022
Interest expense	(543,190)	(429,034)	(237,651)	(402,071)	(311,099)	(237,651)

The liquidity ratio in RON equivalent calculated in accordance with NBR Regulation 25/2011 was in 2019 between 1.46 and 22.01 (depending on the residual maturity of the assets and the liabilities), while in 2018 it was between 1.52 and 15.84.

## 6. ANNEXES

There are attached to the present report the following documents:

### 6.1. List of Bank's subsidiaries and its controlled entities

The list of subsidiaries and of entities controlled by the Bank as of 31 December 2019 is presented in the Annex 1.

### 6.2. Related parties lists

The list of related parties is presented in the Annex 2.

### 6.3. Statements of the Supervisory Board and the Directorate members regarding direct or indirect interests in entities

The statements of the Supervisory Board and the Directorate members regarding direct or indirect interests in entities are presented in the Annex 3.

### 6.4. Annexes related to the members of the Supervisory Board and the Directorate CV's

The CVs of the members of the Supervisory Board and the Directorate are presented in the Annex 4.

### 6.5. Annexes related to changes in Supervisory Board and Management Board composition

The changes related to the Supervisory Board and Management Board composition are presented in the Annex 5.

### 6.6. Financial statements and auditor report

Consolidated Financial Statements as of 31 December 2019 prepared in accordance with IFRS as endorsed by European Union and audited by the external independent auditor Deloitte Audit SRL.

### 6.7. Compliance statement

Statement of the Directorate Members who has assumed the responsibility for the preparation of the Consolidated Financial Statements as of 31 December 2019.

**Mr. Catalin Rasvan Radu**  
Chief Executive Officer



**Mr. Philipp Gamauf**  
Chief Financial Officer

Verified,  
Ana Costea  
Accounting & Reporting  
Director

Prepared,  
Andreea Andrei  
Senior Accountant



## **Annex 1: List of Bank's subsidiaries and its controlled entities**

# Annex 1

## The list of subsidiaries and entities controlled by the Bank

The list of UniCredit Bank SA's subsidiaries controlled as of 31 December 2019 consists of:

No	Legal entity name	Shareholding (%)	Entity type	Sole fiscal code	Trade Register No.	General Banking/IFN Register No.
1	UniCredit Consumer Financing IFN S.A.	50.10%	Subsidiary – directly controlled	24332910	J40/13865/2008	RG-PJR-41-110247 RG-PJR-41-110065
2	UniCredit Leasing Corporation IFN S.A.	99.98%	Subsidiary – directly and indirectly controlled	14600820	J40/3396/2002	RG-PJR-41-110176 RS-PJR-41-110031
3	Debo Leasing IFN SA*	99.97%	Subsidiary –indirectly controlled	15948432	J40/16182/2003	RG-PJR-41-110197

*\*) This legal entity is directly controlled by UniCredit Leasing Corporation IFN S.A*

## **Annex 2: Related parties lists**

## Annex 2

### List of related parties

The list of UniCredit Bank SA's related parties as of 31 December 2019 consists of:

<b>Curr.No.</b>	<b>Affiliate Part name</b>	<b>Affiliate Part Type</b>
1	UniCredit Bank SA	Grup UniCredit
2	UniCredit Bank Austria AG	Grup UniCredit
3	UniCredit Bank AG	Grup UniCredit
4	UniCredit Bank Hungary zrt	Grup UniCredit
5	UniCredit SPA	Grup UniCredit
6	UniCredit Bank Czech Rep. and Slovakia	Grup UniCredit
7	UniCredit Bank Austria AG	Grup UniCredit
8	UniCredit Bank AG	Grup UniCredit
9	UniCredit Bank AG	Grup UniCredit
10	UniCredit Banka Slovenija DD	Grup UniCredit
11	UniCredit Bank Ireland PLC	Grup UniCredit
12	UniCredit SPA London Branch	Grup UniCredit
13	Zagrebacka Banka DD	Grup UniCredit
14	UniCredit Bank AG London Branch	Grup UniCredit
15	UniCredit SPA	Grup UniCredit
16	UniCredit Bank Serbia JSC	Grup UniCredit
17	UniCredit Luxembourg SA	Grup UniCredit
18	FactorBank AG	Grup UniCredit
19	UniCredit Caib Securities Romania SA	Grup UniCredit
20	UniCredit Leasing Fleet Management SRL	Grup UniCredit
21	UniCredit Leasing Corporation IFN SA	Grup UniCredit
22	UniCredit Insurance Broker SRL	Grup UniCredit
23	Debo Leasing SRL	Grup UniCredit
24	UniCredit Factoring SPA	Grup UniCredit
25	UniCredit Consumer Financing IFN SA	Grup UniCredit
26	UniCredit Services GMBH Austria Suc Bucuresti	Grup UniCredit
27	UniCredit Factoring EAD	Grup UniCredit
28	Uctam RO SRL	Grup UniCredit
29	UniCredit Services SCPA Milano Sucursala Bucuresti	Grup UniCredit
30	Yapi Ve Kredi Bankasi AS	Grup UniCredit
31	Yapi Kredi Faktoring	Grup UniCredit
32	Ani Cirstea	Management / Corporate officer
33	Global Plast Horeca	Management / Corporate officer
34	Global Plast Business	Management / Corporate officer
35	Global Plast Trading	Management / Corporate officer
36	Global Plast Invest	Management / Corporate officer
37	Game Store Distribution	Management / Corporate officer
38	Cirstea Gabriel	Management / Corporate officer
39	Cirstea Teodora	Management / Corporate officer

## Annex 2

<b>Curr.No.</b>	<b>Affiliate Part name</b>	<b>Affiliate Part Type</b>
40	Cirstea Gabriel Ionut	Management / Corporate officer
41	Cirstea Stefan	Management / Corporate officer
42	Elena Florea	Management / Corporate officer
43	Florea Serban Daniel	Management / Corporate officer
44	Florea Daria	Management / Corporate officer
45	Florea Irina	Management / Corporate officer
46	Florea Alexandra	Management / Corporate officer
47	Bogdan Oniga	Management / Corporate officer
48	Adrian Codirlasu	Management / Corporate officer
49	Ilie Daniela	Management / Corporate officer
50	Codirlasu Alex	Management / Corporate officer
51	Zamfir Bogdan	Management / Corporate officer
52	Varzaru Daniel	Management / Corporate officer
53	Dragos Birlog	Management / Corporate officer
54	Birlog Andreea Madalina	Management / Corporate officer
55	Birlog Stefan	Management / Corporate officer
56	Adina Iovu	Management / Corporate officer
57	Adrian Pirvulescu	Management / Corporate officer
58	Simona Petrescu	Management / Corporate officer
59	Salagean Maria-Georgia	Management / Corporate officer
60	Diana Ciubotariu	Management / Corporate officer
61	Claudia Mocanu	Management / Corporate officer
62	Smartrade International	Management / Corporate officer
63	Mocanu Sorin Alexandru	Management / Corporate officer
64	Catalin Lefter	Management / Corporate officer
65	Societe Generale	Management / Corporate officer
66	Adina Enescu	Management / Corporate officer
67	Manuta Dumitrache	Management / Corporate officer
68	Vedel Razvan Florin	Management / Corporate officer
69	Ioana Ciucu	Management / Corporate officer
70	Alexandra Ivanov	Management / Corporate officer
71	Gabriel Jeflea	Management / Corporate officer
72	Sorin Dragulin	Management / Corporate officer
73	Gabriela Dragulin	Management / Corporate officer
74	Nedelcu Loredana Elena	Management / Corporate officer
75	Petraru Mihaela	Management / Corporate officer
76	Sterian Bogdan	Management / Corporate officer
77	Ana Costea	Management / Corporate officer
78	Mihai Ovidiu Lazar	Management / Corporate officer
79	Dragomir Cristina Angela	Management / Corporate officer
80	Bujor Roxana	Management / Corporate officer
81	Stamatian Liviu Andrei	Management / Corporate officer
82	Cismaru Delia	Management / Corporate officer

## Annex 2

<b>Curr.No.</b>	<b>Affiliate Part name</b>	<b>Affiliate Part Type</b>
83	Roteanu Cosmina	Management / Corporate officer
84	Catalin Rasvan Radu	Management / Corporate officer
85	Marco Cravario	Management / Corporate officer
86	Andrei Bratu	Management / Corporate officer
87	Philipp Gamauf	Management / Corporate officer
88	Antoaneta Curteanu	Management / Corporate officer
89	Nicola Longo Dente	Management / Corporate officer
90	Carlo Driussi	Management / Corporate officer
91	Dan Corneliu Pascariu	Management / Corporate officer
92	Heinz Meidlinger	Management / Corporate officer
93	Stefano Porro	Management / Corporate officer
94	Jutta Liebenwein Schöffmann	Management / Corporate officer
95	Nazan Somer Özelgin Zeynep	Management / Corporate officer
96	Pasquale Giamboi	Management / Corporate officer
97	Bodirca Daniela Margareta	Management / Corporate officer
98	Milosoiu Simona Nicoleta	Management / Corporate officer
99	Tanasescu Ienciu Serban Mihai	Management / Corporate officer
100	Ramona Balasarian	Management / Corporate officer
101	Daniela Panaitescu	Management / Corporate officer
102	Milosoiu Radu	Management / Corporate officer
103	Milosoiu Andrei	Management / Corporate officer
104	Panaitescu Cristian Ion	Management / Corporate officer
105	Panaitescu Bianca Maria	Management / Corporate officer
106	Tanasescu Ienciu Sophia Ioana	Management / Corporate officer
107	Boureau Irina	Management / Corporate officer
108	Balasanian Arsavir Teodor	Management / Corporate officer
109	Balasanian Robert Andrei	Management / Corporate officer
110	Balasanian Alexandru Vlad	Management / Corporate officer
111	Bodirca Cristian	Management / Corporate officer
112	Bodirca Tudor Stefan	Management / Corporate officer
113	Crision Exim SRL	Management / Corporate officer
114	Mega Trans Logistic SRL	Management / Corporate officer
115	Globalia Cargo SRL	Management / Corporate officer
116	Axa Management Concept SRL	Management / Corporate officer
117	F DESIGN ELECTRIC SRL	Management / Corporate officer
118	Borislav Guenov Petrov	Management / Corporate officer
119	Taseva Gergana Kirilova	Management / Corporate officer
120	Ghiulea Daniel	Management / Corporate officer
121	Eugenia Bolboros	Management / Corporate officer
122	Dutu Ana Maria	Management / Corporate officer



**Annex 3: Statements of the Supervisory Board and the Directorate members regarding direct or indirect interests in entities**

DECLARATIE/STATEMENT

**Subsemnatul/Undersigned**, PASCARIU CORNELIU DAN, **detinand functia de/holding the position of** PRESEDINTE AL CONSILIULUI DE SUPRAVEGHERE/CHAIRMAN OF THE SUPERVISORY BOARD in cadrul UniCredit Bank SA incepand cu data de/ within UniCredit Bank SA starting with 2006, **declar si certific prin prezenta, pe proprie raspundere, urmatoarele/ I hereby declare and certify, under own liability, the following:**

(i) **Am interese directe sau indirecte in urmatoarele entitati/ I have direct or indirect interests in the following entities :**

- DAPAS CONSULTING SRL
- EUROMCO SRL
- AGYS AG
- VINOPOLYS

(ii) **Urmatorii membrii apropiati ai familiei mele<sup>1</sup>, se afla sau se pot afla in una urmatoarele situatii descrise de art 102 alin 3 lit g) din Regulamentul BNR nr. 5/2013 „se anticipează să influențeze sau să fie influențați de aceștia (n.n. persoana declaranta) în raport cu instituția de credit/ The following close members of my family<sup>2</sup>, are held or can be held in one of the following situations described by art.102 paragraph letter g) of the NBR Regulation no.5/2013: „it is anticipated to influence or to be influenced by them (the person making the declaration) in relation with the credit institution.**

Nume:

Data nasterii

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.....

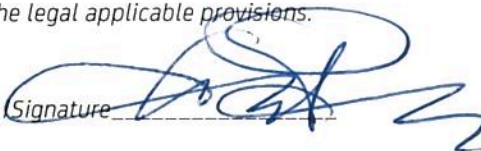
**Orice modificare cu privire la declaratiile de mai sus va fi comunicata, de indata, Directiei Resurse Umane/ Any modification related to the above declarations shall be communicated, as soon as possible to the Human Resources Department.**

**Redactata intr-un (1) exemplar in limba romana, in deplina cunostinta a faptului ca declaratiile false se pedepsesc conform prevederilor legale aplicabile./ Drawn up in one (1) Romanian copy, fully aware that the false declarations are punished according to the legal applicable provisions.**

Data/Date

12/02/2019

Semnatura /Signature



<sup>1</sup> partenerul de viață și copiii declarantului; copiii partenerului de viață al declarantului; dependenți (persoane aflate in intretinerea declarantului, care depind financiar de acesta) ai declarantului sau ai partenerului de viață al acestuia

<sup>2</sup> Domestic partner and children; children of the domestic partner; dependants (persons held in the maintenance of the individual, financial dependents of him) of the individual or of his/her domestic partner.

DECLARATIE/STATEMENT

Subsemnatul/*Undersigned*, HEINZ MEIDLINGER, detinand functia de/*holding the position of* VICEPRESEDINTE CONSILIU DE SUPRAVEGHERE / DEPUTY CHAIRMAN OF THE SUPERVISORY BOARD in cadrul UniCredit Bank SA incepand cu data de/ *within UniCredit Bank SA starting with* 26.07.2017, declar si certific prin prezenta, pe proprie raspundere, urmatoarele/ *I hereby declare and certify, under own liability, the following:*

- (i) **Am interese directe sau indirecte in urmatoarele entitati/ I have direct or indirect interests in the following entities :**

Vicepresedinte Consiliu de Supraveghere/ Deputy Chairman of Supervisory Board - UniCredit Bank CZ & SK

Membru Consiliu de Supraveghere/ Supervisory Board Member - UniCredit Bank Bulbank

Membru Consiliu de Supraveghere/ Supervisory Board Member - Wiener Privatbank

Director/ Managing Partner - Meidlinger Investment & Consulting GmbH

- (ii) **Urmatorii membrii apropiati ai familiei mele<sup>1</sup>, se afla sau se pot afla in una urmatoarele situatii descrise de art 102 alin 3 lit g) din Regulamentul BNR nr. 5/2013 „se anticipează să influențeze sau să fie influențați de aceștia (n.n. persoana declaranta) în raport cu instituția de credit/ The following close members of my family<sup>2</sup>, are held or can be held in one of the following situations described by art.102 paragraph letter g) of the NBR Regulation no.5/2013: „it is anticipated to influence or to be influenced by them (the person making the declaration) in relation with the credit institution.**

Nume/ Name:

Data nasterii/ Date of birth:

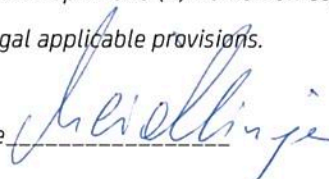
N/A

Orice modificare cu privire la declaratiile de mai sus va fi comunicata, de indata, Directiei Resurse Umane/ *Any modification related to the above declarations shall be communicated, as soon as possible to the Human Resources Department.*

Redactata intr-un (1) exemplar in limba romana, in deplina cunostinta a faptului ca declaratiile false se pedepsesc conform prevederilor legale aplicabile./ *Drawn up in one (1) Romanian copy, fully aware that the false declarations are punished according to the legal applicable provisions.*

Data/Date Bucharest, 04.03.2019

Semnatura /Signature



<sup>1</sup> partenerul de viață și copiii declarantului; copiii partenerului de viață al declarantului; dependenți (persoane aflate în întreținerea declarantului, care depind financiar de acesta) ai declarantului sau ai partenerului de viață al acestuia

<sup>2</sup> *Domestic partner and children; children of the domestic partner; dependants (persons held in the maintenance of the individual, financial dependents of him) of the individual or of his/her domestic partner.*

DECLARATIE/STATEMENT

**Subsemnatul/Undersigned**, Dr. Jutta Liebenwein-Schoeffmann, **detinand functia de/holding the position** of Member of Supervisory Board in cadrul UniCredit Bank SA incepand cu data de/ within UniCredit Bank SA starting with ....., **declar si certific prin prezenta, pe proprie raspundere, urmatoarele/ I hereby declare and certify, under own liability, the following:**

(i) **Am interese directe sau indirecte in urmatoarele entitati/ I have direct or indirect interests in the following entities :**

-NONE

(ii) **Urmatorii membrii apropiati ai familiei mele<sup>1</sup>, se afla sau se pot afla in una urmatoarele situatii descrise de art 102 alin 3 lit g) din Regulamentul BNR nr. 5/2013 „se anticipează să influențeze sau să fie influențați de aceștia (n.n. persoana declaranta) în raport cu instituția de credit/ The following close members of my family<sup>2</sup>, are held or can be held in one of the following situations described by art.102 paragraph letter g) of the NBR Regulation no.5/2013: „it is anticipated to influence or to be influenced by them (the person making the declaration) in relation with the credit institution.**

Nume:

Data nasterii

.....NONE.....

.....

.....

.....

**Orice modificare cu privire la declaratiile de mai sus va fi comunicata, de indata, Directiei Resurse Umane/ Any modification related to the above declarations shall be communicated, as soon as possible to the Human Resources Department.**

**Redactata intr-un (1) exemplar in limba romana, in deplina cunostinta a faptului ca declaratiile false se pedepsesc conform prevederilor legale aplicabile./ Drawn up in one (1) Romanian copy, fully aware that the false declarations are punished according to the legal applicable provisions.**

Data/Date February 19, 2019

Semnatura /Signature



<sup>1</sup> partenerul de viață și copiii declarantului; copiii partenerului de viață al declarantului; dependenți (persoane aflate in intretinerea declarantului, care depind financiar de acesta) ai declarantului sau ai partenerului de viață al acestuia

<sup>2</sup> Domestic partner and children; children of the domestic partner; dependants (persons held in the maintenance of the individual, financial dependents of him) of the individual or of his/her domestic partner.

DECLARATIE/STATEMENT

**Subsemnatul/Undersigned, STEFANO PORRO, detinand functia de/holding the position of Member of the SB** in cadrul UniCredit Bank SA incepand cu data de/ within UniCredit Bank SA starting with 20/02/2017, **declar si certific prin prezenta, pe proprie raspundere, urmatoarele/ I hereby declare and certify, under own liability, the following:**

- (i) **Am interese directe sau indirecte in urmatoarele entitati/ I have direct or indirect interests in the following entities :**

NONE

- (ii) **Urmatorii membrii apropiati ai familiei mele<sup>1</sup>, se afla sau se pot afla in una urmatoarele situatii descrise de art 102 alin 3 lit g) din Regulamentul BNR nr. 5/2013 „se anticipează să influențeze sau să fie influențați de aceștia (n.n. persoana declaranta) în raport cu instituția de credit/ The following close members of my family<sup>2</sup>, are held or can be held in one of the following situations described by art.102 paragraph letter g) of the NBR Regulation no.5/2013: „it is anticipated to influence or to be influenced by them (the person making the declaration) in relation with the credit institution.**

Nume:

Data nasterii

NONE

.....

.....

.....

**Orice modificare cu privire la declaratiile de mai sus va fi comunicata, de indata, Directiei Resurse Umane/ Any modification related to the above declarations shall be communicated, as soon as possible to the Human Resources Department.**

**Redactata intr-un (1) exemplar in limba romana, in deplina cunostinta a faptului ca declaratiile false se pedepsesc conform prevederilor legale aplicabile./ Drawn up in one (1) Romanian copy, fully aware that the false declarations are punished according to the legal applicable provisions.**

Data/Date 13/02/2019

Semnatura /Signature Stefano Porro

<sup>1</sup> partenerul de viață și copiii declarantului; copiii partenerului de viață al declarantului; dependenți (persoane aflate in intretinerea declarantului, care depind financiar de acesta) ai declarantului sau ai partenerului de viață al acestuia

<sup>2</sup> Domestic partner and children; children of the domestic partner; dependants (persons held in the maintenance of the individual, financial dependents of him) of the individual or of his/her domestic partner.

DECLARATIE/STATEMENT

Subsemnatul/ Undersigned, Z. NAZAN SOMER OZELGIN, detinand functia de/holding the position of SUPERVISORY BOARD MEMBER in cadrul UniCredit Bank SA incepand cu data de/ within UniCredit Bank SA starting with OCTOBER 23, 2017, declar si certific prin prezenta, pe proprie raspundere, urmatoarele/ I hereby declare and certify, under own liability, the following:

- (i) Am interese directe sau indirecte in urmatoarele entitati/ I have direct or indirect interests in the following entities:

UNICREDIT ROMANIA - SUPERVISORY BOARD MEMBER

MAPFRE INSURANCE, TURKEY - SUPERVISORY BOARD MEMBER

UNICREDIT CROATIA - SUPERVISORY BOARD MEMBER

- (ii) Urmatorii membrii apropiati ai familiei mele<sup>1</sup>, se afla sau se pot afla in una urmatoarele situatii descrise de art 102 alin 3 lit g) din Regulamentul BNR nr. 5/2013 „se anticipează să influențeze sau să fie influențați de aceștia (n.n. persoana declaranta) în raport cu instituția de credit/ The following close members of my family<sup>2</sup>, are held or can be held in one of the following situations described by art.102 paragraph letter g) of the NBR Regulation no.5/2013: „it is anticipated to influence or to be influenced by them (the person making the declaration) in relation with the credit institution.

Nume:

Data nasterii

NONE

Orice modificare cu privire la declaratiile de mai sus va fi comunicata, de indata, Directiei Resurse Umane/ Any modification related to the above declarations shall be communicated, as soon as possible to the Human Resources Department.

Redactata intr-un (1) exemplar in limba romana, in deplina cunostinta a faptului ca declaratiile false se pedepsesc conform prevederilor legale aplicabile./ Drawn up in one (1) Romanian copy, fully aware that the false declarations are punished according to the legal applicable provisions.

Data/ Date FEBRUARY 06, 2019

Semnatura / Signature



<sup>1</sup> partenerul de viață și copiii declarantului; copiii partenerului de viață al declarantului; dependenți (persoane aflate in intretinerea declarantului, care depind financiar de acesta) ai declarantului sau ai partenerului de viață al acestuia

<sup>2</sup> Domestic partner and children; children of the domestic partner; dependants (persons held in the maintenance of the individual, financial dependents of him) of the individual or of his/her domestic partner.

DECLARATIE/STATEMENT

**Subsemnatul/Undersigned**, Pasquale Giamboi, **detinand functia de/holding the position of member of Supervisory Board** in cadrul UniCredit Bank SA incepand cu data de/ within UniCredit Bank SA starting with July 10, 2019, **declar si certific prin prezenta, pe proprie raspundere, urmatoarele/ I hereby declare and certify, under own liability, the following:**

- (i) **Am interese directe sau indirecte in urmatoarele entitati/ I have direct or indirect interests in the following entities :**

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- (ii) **Urmatorii membrii apropiati ai familiei mele<sup>1</sup>, se afla sau se pot afla in una urmatoarele situatii descrise de art 102 alin 3 lit g) din Regulamentul BNR nr. 5/2013 „se anticipează să influențeze sau să fie influențați de aceștia (n.n. persoana declaranta) în raport cu instituția de credit/ The following close members of my family<sup>2</sup>, are held or can be held in one of the following situations described by art.102 paragraph 3 letter g) of the NBR Regulation no.5/2013: „it is anticipated to influence or to be influenced by them (the person making the declaration) in relation with the credit institution.**

Nume:

Data nasterii

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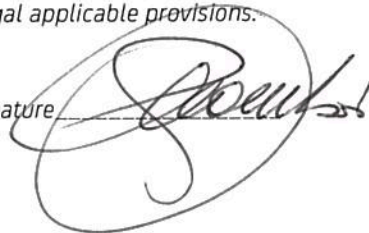

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**Orice modificare cu privire la declaratiile de mai sus va fi comunicata, de indata, Directiei Resurse Umane/ Any modification related to the above declarations shall be communicated, as soon as possible to the Human Resources Department.**

**Redactata intr-un (1) exemplar in limba romana, in deplina cunostinta a faptului ca declaratiile false se pedepsesc conform prevederilor legale aplicabile./ Drawn up in one (1) Romanian copy, fully aware that the false declarations are punished according to the legal applicable provisions.**

Data/Date 25/07/2019

Semnatura /Signature



<sup>1</sup> partenerul de viață și copiii declarantului; copiii partenerului de viață al declarantului; dependenți (persoane aflate in intretinerea declarantului, care depind financiar de acesta) ai declarantului sau ai partenerului de viață al acestuia

<sup>2</sup> Domestic partner and children; children of the domestic partner; dependants (persons held in the maintenance of the individual, financial dependents of him) of the individual or of his/her domestic partner.

DECLARATIE/STATEMENT

Subsemnatul, Rasvan Radu, cetatean roman, nascut la data de 12.02.1966, in Bucuresti, domiciliat in Bucuresti, CNP 1660212461511, detinand functia de Presedinte Executiv in cadrul UniCredit Bank SA incepand cu data de 02.01.2005, declar si certific prin prezenta, pe proprie raspundere, urmatoarele:

- (i) **Am interese directe sau indirecte in urmatoarele entitati/ I have direct or indirect interests in the following entities :**

.....N/A.....

- (ii) **Urmatorii membrii apropiati ai familiei mele<sup>1</sup>, se afla sau se pot afla in una urmatoarele situatii descrise de art 102 alin 3 lit g) din Regulamentul BNR nr. 5/2013 „se anticipează să influenteze sau să fie influențați de aceștia (n.n. persoana declaranta) în raport cu instituția de credit/ The following close members of my family<sup>2</sup>, are held or can be held in one of the following situations described by art.102 paragraph letter g) of the NBR Regulation no.5/2013: „it is anticipated to influence or to be influenced by them (the person making the declaration) in relation with the credit institution.**

Nume:

Data nasterii

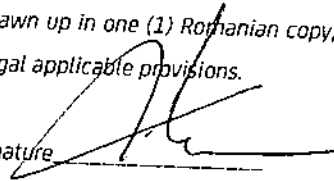
.....N/A.....

.....N/A.....

**Orice modificare cu privire la declaratiile de mai sus va fi comunicata, de indata, Directiei Resurse Umane/ Any modification related to the above declarations shall be communicated, as soon as possible to the Human Resources Department.**

**Redactata intr-un (1) exemplar in limba romana, in deplina cunostinta a faptului ca declaratiile false se pedepsesc conform prevederilor legale aplicabile./ Drawn up in one (1) Romanian copy, fully aware that the false declarations are punished according to the legal applicable provisions.**

Data/Date 12.02.2019

Semnatura /Signature 

<sup>1</sup> partenerul de viață și copiii declarantului; copiii partenerului de viață al declarantului; dependenți (persoane aflate în întreținerea declarantului, care depind financiar de acesta) ai declarantului sau ai partenerului de viață al acestuia

<sup>2</sup> Domestic partner and children; children of the domestic partner; dependants (persons held in the maintenance of the individual, financial dependents of him) of the individual or of his/her domestic partner.



DECLARATIE/STATEMENT

Subsemnatul/Undersigned, Marco Cravario, cetatean/citizen Italian, nascut la data de/born as of 28/05/1967, in/in Torino, Italy, domiciliat in/domiciled in Str Duiliu Zamfirescu, nr 5, sector 1, Bucuresti CNP/PIN 7670528400016, detinand functia de/holding the position of Deputy CEO in cadrul UniCredit Bank SA incepand cu data de/ within UniCredit Bank SA starting with 16/02/2015, declar si certific prin prezenta, pe proprie raspundere, urmatoarele/ I hereby declare and certify, under own liability, the following:

- (i) Am interese directe sau indirecte in urmatoarele entitati/ I have direct or indirect interests in the following entities: please see ANNEX 1
- (ii) Urmatorii membrii apropiati ai familiei mele<sup>1</sup>, se afla sau se pot afla in una urmatoarele situatii descrise de art 102 alin 3 lit g) din Regulamentul BNR nr. 5/2013 „se anticipează să influențeze sau să fie influențați de aceștia (n.n. persoana declaranta) în raport cu instituția de credit/ The following close members of my family<sup>2</sup>, are held or can be held in one of the following situations described by art.102 paragraph letter g) of the NBR Regulation no.5/2013: „it is anticipated to influence or to be influenced by them (the person making the declaration) in relation with the credit institution.

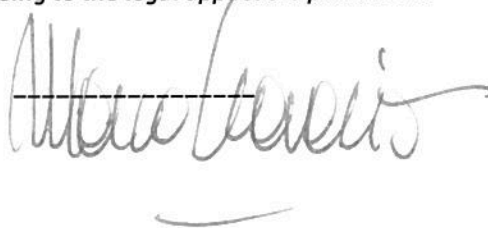
Nume:	Data nasterii
Marco Cravario	28.05.1967

Orice modificare cu privire la declaratiile de mai sus va fi comunicata, de indata, Directiei Resurse Umane/ Any modification related to the above declarations shall be communicated, as soon as possible to the Human Resources Department.

Redactata intr-un (1) exemplar in limba romana, in deplina cunostinta a faptului ca declaratiile false se pedepsesc conform prevederilor legale aplicabile./ Drawn up in one (1) Romanian copy, fully aware that the false declarations are punished according to the legal applicable provisions.

Data/Date 08.02.2019

Semnatura /Signature



<sup>1</sup> partenerul de viață și copiii declarantului; copiii partenerului de viață al declarantului; dependenți (persoane aflate in intretinerea declarantului, care depind financiar de acesta) ai declarantului sau ai partenerului de viață al acestuia

<sup>2</sup> Domestic partner and children; children of the domestic partner; dependants (persons held in the maintenance of the individual, financial dependents of him) of the individual or of his/her domestic partner.

ANNEX 1

Italian non-commercial companies owning family properties (real estate)

La Salomona SS	45%	Corso Giovanni Lanza 78, 10133 Torino, Italy	Residential RE
Antea SS	90%	Corso Giovanni Lanza 78, 10133 Torino, Italy	Residential RE
Antea 2 SS	42%	Corso Giovanni Lanza 78, 10133 Torino, Italy	Residential RE
Ghizolfo SS	50%	Corso Giovanni Lanza 78, 10133 Torino, Italy	Residential RE
Linda SS	56%	Corso Giovanni Lanza 78, 10133 Torino, Italy	Residential RE
Tean SS	45%	Corso Giovanni Lanza 78, 10133 Torino, Italy	Residential RE
Bianca SS	37%	Corso Giovanni Lanza 78, 10133 Torino, Italy	Commercial RE
Grantea SS	75%	Corso Giovanni Lanza 78, 10133 Torino, Italy	Residential RE
Lamar SS	10%	Corso Giovanni Lanza 78, 10133 Torino, Italy	Residential RE

Italian commercial limited liability company

Managing family business

Albergo Biancaneve SaS	8%	Via Luciano Manara 5, 10133 Torino, Italy	Family business
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Date: 08/02/2019

Signature:



DECLARATIE/STATEMENT

Subsemnatul/Undersigned, GAMAUF PHILIPP, detinand functia de/holding the position of EXECUTIVE VICEPRESIDENT, CFO, in cadrul UniCredit Bank SA incepand cu data de/ within UniCredit Bank SA starting with 03.01.2018, declar si certific prin prezenta, pe proprie raspundere, urmatoarele/ I hereby declare and certify, under own liability, the following:

- (i) **Am interese directe sau indirecte in urmatoarele entitati/ I have direct or indirect interests in the following entities :**

-----

- (ii) **Urmatorii membrii apropiati ai familiei mele<sup>1</sup>, se afla sau se pot afla in una urmatoarele situatii descrise de art 102 alin 3 lit g) din Regulamentul BNR nr. 5/2013 „se anticipează să influențeze sau să fie influențați de aceștia (n.n. persoana declaranta) în raport cu instituția de credit/ The following close members of my family<sup>2</sup>, are held or can be held in one of the following situations described by art.102 paragraph letter g) of the NBR Regulation no.5/2013: „it is anticipated to influence or to be influenced by them (the person making the declaration) in relation with the credit institution.**

Nume:

Data nasterii

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**Orice modificare cu privire la declaratiile de mai sus va fi comunicata, de indata, Directiei Resurse Umane/ Any modification related to the above declarations shall be communicated, as soon as possible to the Human Resources Department.**

**Redactata intr-un (1) exemplar in limba romana, in deplina cunostinta a faptului ca declaratiile false se pedepsesc conform prevederilor legale aplicabile./ Drawn up in one (1) Romanian copy, fully aware that the false declarations are punished according to the legal applicable provisions.**

Data/Date 05/02/2019

Semnatura /Signature U

<sup>1</sup> partenerul de viață și copiii declarantului; copiii partenerului de viață al declarantului; dependenți (persoane aflate în întreținerea declarantului, care depind financiar de acesta) ai declarantului sau ai partenerului de viață al acestuia

<sup>2</sup> Domestic partner and children; children of the domestic partner; dependants (persons held in the maintenance of the individual, financial dependents of him) of the individual or of his/her domestic partner.

DECLARATIE/STATEMENT

EXECUTIVE  
Subsemnatul/Undersigned, NICOLA LONGO DENTE detinand functia de/holding the position of  
VICEPRESIDENT in cadrul UniCredit Bank SA incepand cu data de/ within UniCredit Bank SA starting  
with 03.12.2018....., declar si certific prin prezenta, pe proprie raspundere, urmatoarele/ I  
hereby declare and certify, under own liability, the following:

- (i) **Am interese directe sau indirecte in urmatoarele entitati/ I have direct or indirect interests in the following entities :**

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/

- (ii) **Urmatorii membrii apropiati ai familiei mele<sup>1</sup>, se afla sau se pot afla in una urmatoarele situatii descrise de art 102 alin 3 lit g) din Regulamentul BNR nr. 5/2013 „se anticipează să influențeze sau să fie influențați de aceștia (n.n. persoana declaranta) în raport cu instituția de credit/ The following close members of my family<sup>2</sup>, are held or can be held in one of the following situations described by art.102 paragraph letter g) of the NBR Regulation no.5/2013: „it is anticipated to influence or to be influenced by them (the person making the declaration) in relation with the credit institution.**

Nume:

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Data nasterii

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**Orice modificare cu privire la declaratiile de mai sus va fi comunicata, de indata, Directiei Resurse Umane/ Any modification related to the above declarations shall be communicated, as soon as possible to the Human Resources Department.**

**Redactata intr-un (1) exemplar in limba romana, in deplina cunostinta a faptului ca declaratiile false se pedepsesc conform prevederilor legale aplicabile./ Drawn up in one (1) Romanian copy, fully aware that the false declarations are punished according to the legal applicable provisions.**

Data/Date

05/02/2019

Semnatura /Signature

/

<sup>1</sup> partenerul de viață și copiii declarantului; copiii partenerului de viață al declarantului; dependenți (persoane aflate în întreținerea declarantului, care depind financiar de acesta) ai declarantului sau ai partenerului de viață al acestuia

<sup>2</sup> Domestic partner and children; children of the domestic partner; dependants (persons held in the maintenance of the individual, financial dependents of him) of the individual or of his/her domestic partner.

DECLARATIE/STATEMENT

Subsemnatul/Undersigned, ANDREI-FLORIN BRATU, **detinand functia de/holding the position of member of Management Board** in cadrul UniCredit Bank SA incepand cu data de 01 ianuarie 2019/ within UniCredit Bank SA starting with 01 January 2019, **declar si certific prin prezenta, pe proprie raspundere, urmatoarele/ I hereby declare and certify, under own liability, the following:**

- (i) **Am interese directe sau indirecte in urmatoarele entitati/ I have direct or indirect interests in the following entities :**

N/A

- (ii) **Urmatorii membrii apropiati ai familiei mele<sup>1</sup>, se afla sau se pot afla in una urmatoarele situatii descrise de art 102 alin 3 lit g) din Regulamentul BNR nr. 5/2013 „se anticipează să influențeze sau să fie influențați de aceștia (n.n. persoana declaranta) în raport cu instituția de credit/ The following close members of my family<sup>2</sup>, are held or can be held in one of the following situations described by art.102 paragraph 3 letter g) of the NBR Regulation no.5/2013: „it is anticipated to influence or to be influenced by them (the person making the declaration) in relation with the credit institution.**

N/A

Nume:

Data nasterii

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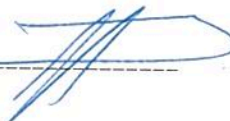
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**Orice modificare cu privire la declaratiile de mai sus va fi comunicata, de indata, Directiei Resurse Umane/ Any modification related to the above declarations shall be communicated, as soon as possible to the Human Resources Department.**

**Redactata intr-un (1) exemplar in limba romana, in deplina cunostinta a faptului ca declaratiile false se pedepsesc conform prevederilor legale aplicabile./ Drawn up in one (1) Romanian copy, fully aware that the false declarations are punished according to the legal applicable provisions.**

Data/Date 09/01/2019

Semnatura /Signature



<sup>1</sup> partenerul de viață și copiii declarantului; copiii partenerului de viață al declarantului; dependenți (persoane aflate in intretinerea declarantului, care depind financiar de acesta) ai declarantului sau ai partenerului de viață al acestuia

<sup>2</sup> Domestic partner and children; children of the domestic partner; dependants (persons held in the maintenance of the individual, financial dependents of him) of the individual or of his/her domestic partner.

DECLARATIE/STATEMENT

Subsemnatul/Undersigned, CARLO DRIUSSI, detinand functia de/holding the position of member of Management Board in cadrul UniCredit Bank SA incepand cu data de/ within UniCredit Bank SA starting with May 27, 2019, declar si certific prin prezenta, pe proprie raspundere, urmatoarele/ I hereby declare and certify, under own liability, the following:

- (i) Am interese directe sau indirecte in urmatoarele entitati/ I have direct or indirect interests in the following entities :

UNI CREDIT

- (ii) Urmatorii membrii apropiati ai familiei mele<sup>1</sup>, se afla sau se pot afla in una urmatoarele situatii descrise de art 102 alin 3 lit g) din Regulamentul BNR nr. 5/2013 „se anticipează să influențeze sau să fie influențați de aceștia (n.n. persoana declaranta) în raport cu instituția de credit/ The following close members of my family<sup>2</sup>, are held or can be held in one of the following situations described by art.102 paragraph 3 letter g) of the NBR Regulation no.5/2013: „it is anticipated to influence or to be influenced by them (the person making the declaration) in relation with the credit institution.

Nume:

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Data nasterii

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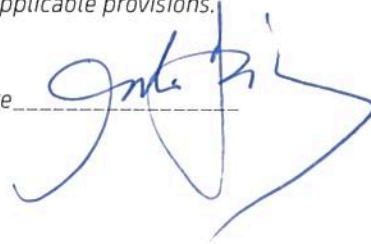
Orice modificare cu privire la declaratiile de mai sus va fi comunicata, de indata, Directiei Resurse Umane/ Any modification related to the above declarations shall be communicated, as soon as possible to the Human Resources Department.

Redactata intr-un (1) exemplar in limba romana, in deplina cunostinta a faptului ca declaratiile false se pedepsesc conform prevederilor legale aplicabile./ Drawn up in one (1) Romanian copy, fully aware that the false declarations are punished according to the legal applicable provisions.

Data/Date

4/7/19

Semnatura /Signature



<sup>1</sup> partenerul de viață și copiii declarantului; copiii partenerului de viață al declarantului; dependenți (persoane aflate în întreținerea declarantului, care depind financiar de acesta) ai declarantului sau ai partenerului de viață al acestuia

<sup>2</sup> Domestic partner and children; children of the domestic partner; dependants (persons held in the maintenance of the individual, financial dependents of him) of the individual or of his/her domestic partner.

DECLARATIE/STATEMENT

Subsemnatul/ Undersigned, Huseyin Faik Acikalin, detinand functia de membru al Consiliului de Supraveghere al UniCredit Bank S.A. incepand cu data de 24.12.2019/ holding the position of member of Supervisory Board within UniCredit Bank SA starting with December 24, 2019, declar si certific prin prezenta, pe proprie raspundere, urmatoarele/ I hereby declare and certify, under own liability, the following.

(i) Am interese directe sau indirecte in urmatoarele entitati/ I have direct or indirect interests in the following entities :

SUPERVISORY BOARD MEMBER UNICREDIT RUSSIA

SUPERVISORY BOARD MEMBER MIGROS, TURKEY

SUPERVISORY BOARD MEMBER DOGAN HOLDING, TURKEY

SUPERVISORY BOARD MEMBER ECZACIBASI HOLDING, TURKEY

(ii) Urmatorii membrii apropiati ai familiei mele<sup>1</sup>, se afla sau se pot afla in una urmatoarele situatii descrise de art 102 alin 3 lit g) din Regulamentul BNR nr. 5/2013 „se anticipează să influențeze sau să fie influențați de aceștia (n.n. persoana declarantă) în raport cu instituția de credit/ The following close members of my family<sup>2</sup>, are held or can be held in one of the following situations described by art.102 paragraph 3 letter g) of the NBR Regulation no.5/2013: „it is anticipated to influence or to be influenced by them (the person making the declaration) in relation with the credit institution.

Nume:

Data nasterii

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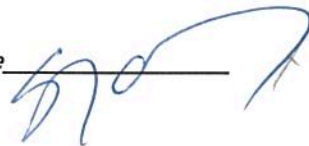
Orice modificare cu privire la declaratiile de mai sus va fi comunicata, de indata, Directiei Resurse Umane/ Any modification related to the above declarations shall be communicated, as soon as possible to the Human Resources Department.

Redactata intr-un (1) exemplar in limba romana, in deplina cunostinta a faptului ca declaratiile false se pedepsesc conform prevederilor legale aplicabile./ Drawn up in one (1) Romanian copy, fully aware that the false declarations are punished according to the legal applicable provisions.

Data/ Date

13.01.2020

Semnatura / Signature



<sup>1</sup> partenerul de viață și copiii declarantului; copiii partenerului de viață al declarantului; dependenți (persoane aflate în întreținerea declarantului, care depind financiar de acesta) ai declarantului sau ai partenerului de viață al acestuia

<sup>2</sup> Domestic partner and children; children of the domestic partner; dependants (persons held in the maintenance of the individual, financial dependents of him) of the individual or of his/her domestic partner.

DECLARATIE/STATEMENT

Subsemnatul/*Undersigned*, ANTOANETA CURTEANU, **detinand functia de/holding the position of membru al Directoratului / member of Management Board** în cadrul UniCredit Bank SA începând cu data de 25.11.2019/*within UniCredit Bank SA starting with November 25, 2019*, **declar și certific prin prezenta, pe proprie răspundere, următoarele/ I hereby declare and certify, under own liability, the following:**

- (i) **Am interese directe sau indirecte în următoarele entități/ I have direct or indirect interests in the following entities :**

*NO* -

- (ii) **Următorii membrii apropiați ai familiei mele<sup>1</sup>, se afla sau se pot afla în una următoarele situații descrise de art 102 alin 3 lit g) din Regulamentul BNR nr. 5/2013 „se anticipează să influențeze sau să fie influențați de aceștia (n.n. persoana declaranta) în raport cu instituția de credit/ The following close members of my family<sup>2</sup>, are held or can be held in one of the following situations described by art.102 paragraph 3 letter g) of the NBR Regulation no.5/2013: „it is anticipated to influence or to be influenced by them (the person making the declaration) in relation with the credit institution.**

Nume:

*NO*

Data nasterii

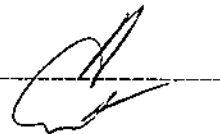
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Orice modificare cu privire la declarațiile de mai sus va fi comunicată, de îndată, Direcției Resurse Umane/ *Any modification related to the above declarations shall be communicated, as soon as possible to the Human Resources Department.*

Redactată într-un (1) exemplar în limba română, în deplină cunoștință a faptului că declarațiile false se pedepsesc conform prevederilor legale aplicabile./ *Drawn up in one (1) Romanian copy, fully aware that the false declarations are punished according to the legal applicable provisions.*

Data/Date *13/12/2019*

Semnatura /Signature



<sup>1</sup> partenerul de viață și copiii declarantului; copiii partenerului de viață al declarantului; dependenți (persoane aflate în întreținerea declarantului, care depind financiar de acesta) ai declarantului sau ai partenerului de viață al acestuia

<sup>2</sup> *Domestic partner and children; children of the domestic partner; dependants (persons held in the maintenance of the individual, financial dependents of him) of the individual or of his/her domestic partner.*



## **Annex 4: Supervisory Board and Directorate members CV's**

**Dan Pascariu (68) Chairman of the Supervisory Board**

Dan Pascariu is a senior figure in the Romanian financial industry. He started his career with the Romanian Bank for foreign Trade in 1973, becoming its Chairman and CEO in 1990. Between 1994 and 1996 he was the CEO of Banca Bucuresti, a newly created banking institution by Alpha Credit Bank of Greece and EBRD as well as Chairman of the Board of Bucharest Investment Group, the investment banking arm of Banca Bucuresti. Between 1996 and 1998 Mr. Pascariu was Chairman of the Board of Creditanstalt Financial Advisers, the investment banking arm of Creditanstalt Bankverein of Austria.



From 1998 to June 2007 he was the Chairman and CEO of the HVB Bank Romania (member of the HVB Group). Following the merger with the local subsidiary of Unicredit, since June 2007 he is the non-executive Chairman of the Board of Unicredit Bank (member of the UniCredit Group). Mr. Pascariu is also non-executive Board member of TRANSFOND.

Mr. Pascariu was the founder and first President of the Romanian Banking Association between 1991 and 1994, as well as a cofounder and associate Professor at the Romanian Banking Institute.

12/02/2019

A handwritten signature in blue ink, appearing to be 'D. Pascariu', written in a cursive style.

# CURRICULUM VITAE

Heinz Meidlinger, 63

## EDUCATION

Primary School, Vienna 09/61 – 06/65

Secondary Modern School, Vienna 09/65 – 06/69

Polytechnic School, Vienna 09/69 – 06/70

Internal and External Seminars on Management and Leadership

## CURRENT FUNCTIONS

- **Meidlinger Investment & Consulting Ges.m.b.H.**  
Managing Partner
- **Dep. Chairman of Supervisory Board in the following corporations:**  
UniCredit Bank Czech Republic and Slovakia a.s, Prague  
UniCredit Bank Romania SA, Bucharest
- **Member of Supervisory Board in the following corporations:**  
UniCredit Bulbank a.d., Sofia  
Wiener Privatbank, Wien
- **Chairman of Audit Committee**  
UniCredit Bank Romania SA, Bucharest
- **Member of Audit, Nomination and Compensation Committees in the following corporations:**  
UniCredit Bank Czech Republic and Slovakia a.s., Prague  
UniCredit Bank Romania SA, Bucharest  
Wiener Privatbank, Wien
- **Member of Risk Committee in the following corporation:**  
UniCredit Bank Czech Republic and Slovakia a.s., Prague  
UniCredit Bank Romania SA, Bucharest  
UniCredit Bulbank a.d., Sofia  
Wiener Privatbank, Wien

## PREVIOUS RESPONSIBILITIES

- **Chairman of the Supervisory Board**  
July 2009 – December 2013 UniCredit Bank Slovakia a.s., Bratislava
- **Member of Supervisory Board in various countries:**  
since 1994 Austria, Russia, Ukraine, Hungary, Slovenia, Serbia,  
Cayman Islands, United Kingdom, Croatia, Poland, Germany,  
Slovakia, Romania, Bulgaria and Czech Republic
- **UniCredit Bank AG – Vienna Branch**  
July 2010 – September 2010 Branch Manager
- **UniCredit CAIB AG**  
March 2010 – June 2010 CEO, Member of the Board
- **UniCredit CAIB AG**  
July 2008 – March 2010 dep. CEO, Member of the Board
- **UniCredit Bank Austria AG**  
July 2008 – December 2010 Head of Markets, Managing Director

- **UniCredit Markets & Investment Banking**  
since July 2006 Member of the Operating Committee
- **UniCredit Markets & Investment Banking**  
August 2007 – July 2008 General Manager Global Markets
- **Bank Austria Creditanstalt AG**  
August 2007 – July 2008 Head of Markets
- **UniCredit Markets & Investment Banking**  
July 2006 – August 2007 Global Head of Fixed Income Currencies & Commodities
- **Bank Austria Creditanstalt AG**  
April 2003 – July 2006 Executive Director and Treasurer  
Head of EEMEA Markets and Subsidiaries
- **Bank Austria AG**  
June 2001 – April 2003 Managing Director of EEMEA Markets (management responsibility within Joint Management Structure of HVB and BA CA)  
March 1999 – June 2001 Deputy Head of Group Treasury Bank Austria (Deputy Group Treasurer) - since March 1999  
Management responsibility for Treasury and Custody activities in CEE countries and full branches of BA-Group  
Global Head of FX  
Global Head of Custody  
since July 1999 General Manager  
September 1998 – March 1999 Head of International Coordination for Foreign Treasury Units  
Assistant General Manager FX Markets Bank Austria  
*[Sept. 1998 Creditanstalt merger into Bank Austria]*
- **Creditanstalt AG**  
June 1997 – September 1998 Head of Department FX Markets and Corporate Sales  
since June 1994 Assistant General Manager  
May 1992 – June 1997 Deputy Head of Department FX Markets and Corporate Sales  
since June 1990 Senior Dealer  
1987 – 1993 Head of Group FX-Trading  
since September 1980 Treasury department, bank notes and foreign exchange  
August 1970 – September 1980 Various activities in branch-offices

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## Curriculum Vitae

Name	<b>Dr. Jutta Liebenwein-Schöffmann</b>
Date and place of birth	November 30 <sup>th</sup> , 1959 in 9360 Friesach, Austria
Address	Trazerberggasse 90, 1130 Vienna
Nationality	Austrian
<b>Educational background</b>	
Sep 1966- June 1970	Primary school in 9360 Friesach, Austria
Sep 1971- June 1978	High School (Gymnasium St. Veit a.d. Glan), Austria
Oct 1979- March 1984	Studies of law at Karl-Franzens-Universität 8010 Graz, Austria Graduated (doctor juris) in 1984
Oct 1984- June 1985	Diplome des Etudes Approfondies (D.E.A.) Droit International Economique Université Panthéon-Sorbonnes, Paris, France
Jan – Dec 1990	M.B.A. INSEAD Fontainebleau, France, graduated in Dec 1990
<b>Professional Experience</b>	
1982-1984	Assistant at the Institute of International Law and Relations at the <b>Karl-Franzens-Universität 8010 Graz, Halbärthgasse 3, Austria</b>
1984 and 1986	9 months practice at the <b>Judicial Courts of Austria</b> in Graz and Vienna
March 1986- March 87	Practice of law with the international law firm <b>Linklaters&amp;Paines, London EC2Y 8HQ, 1 Silk Street, UK</b>
April 1987 – March 88	<b>Ortner Pöch Foramitti, law firm in 1010 Vienna, Austria</b> - general legal work in civil and criminal law
April 1988- Oct 2000	Various positions <b>at Creditanstalt.Bankverein/Bank Austria (merged in 1998) in 1010 Vienna, Schottengasse 4-6, Austria</b> (supervision Austrian National Bank/FMA) - credit advisor in project finance and corporate finance units - international planning & shareholding - risk management: responsible for corporate transactions of London branch, moved later on to CEE risk management with responsibility for Russia and Hungary
Nov 2000- Oct 2003	<b>Austria Wirtschaftsservice GmbH, Walcherstrasse 11, 1020 Vienna, Austria</b> (guarantee institution under the responsibility and supervision of the Austrian Ministry of Finance) - head of team responsible for East-West-Fund - advised and serviced numerous Austrian companies - responsible for cooperation with IFIs (EBRD, EIB, IFC) - member of SB of a private equity fund
Nov 2003 – Sept 2016	Various positions in <b>Unicredit Bank Austria, Schottengasse 4-6, 1010 Vienna, Austria</b> (supervision Austrian national Bank/FMA) mostly in Underwriting, approval authority for credit transactions gradually increased over years up to EUR 75mn - <u>CEE Underwriting: head of SEE desk</u> - <u>Global Account Manager</u> for a corporate portfolio of 15 client groups (in 2007/08 for a period of 1 year) - <u>Regional Industry Team 3</u> : deputy and subsequently head of credit underwriting unit responsible for the corporate portfolio Automotive, Transport and Tourism CEE & Austria - <u>head of CEE Underwriting March 2014 – September 2016</u> (i) supervises a team of 14 – 16 persons (ii) around EUR 45bn approved credit lines under responsibility (iii) assesses credit transactions (iv) issuing non-binding opinions to CEE banking subsidiaries (v) member of credit committee of Unicredit Bank Austria

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Since October 2016

-  
**Head of Underwriting CEE in Unicredit spa, Piazza Gae  
Aulenti, 20154 Milan, Italy**

- continuation of underwriting function for CEE in Unicredit spa after demerger of CEE division from Bank Austria and integration into Unicredit spa, Milan
  - head of a team of 14 persons
  - approval authority up to EUR 150mn for credit transactions of CEE customers in Unicredit spa
  - issuing non-binding opinions to CEE banking subsidiaries for credit transactions up to EUR 150mn
  - preparing credit assessments for the credit committee of Unicredit Holding
  - reports directly to the CRO CEE of Unicredit group.
-

# Curriculum Vitae

## Stefano Porro

Birth date: 07-03-1975

Age: 43

Nationality: Italian

2006-current: **Unicredit Group – Unicredit S.p.A.**

Entity regulated by the European Central Bank and Bank of Italy

### Current Role

Head of **Group Administrative & Analytics Office** (2017-current)

Main responsibilities:

Manager charged with preparing Company Financial Reports

Coordinating Accounting, Regulatory Reporting, Tax affairs, Data office activities at Group level

*Responsible for: i) Group accounting processes, procedures and data/reporting production; ii) application of the relevant accounting principles throughout the Group; iii) consolidated and Unicredit S.p.A. regulatory notification and reporting; iv) definition and implementation of tax related policies, procedures, principles; v) assessment of tax implications and compliance for ordinary business development, new product introduction and extraordinary transactions; vi) data strategy and management for analysis and reporting for the business network, competence lines, top management.*

Current Board and Supervisory Board Member positions: Unicredit Employees Pension Fund and Unicredit Bank S.A.

### Previously carried out managerial roles:

i) Head of **Group Planning & Capital Management** (2015-2017)

Main responsibilities:

Coordinating Planning & Control, Capital Management and Strategic Assets & Liabilities Management activities at Group level

Board and Supervisory Member positions: Unicredit Employees Pension Fund and Unicredit Bank S.A.

Preceding Board Member positions: Unicredit Bank Ireland

ii) Head of **Group ALM & Financial Planning** within the Group Finance Department (2009-2015)

Main responsibilities:

Coordinating Group financial planning and funding process, ensuring Group-wide financial stability with an efficient mix between assets and liabilities;

Coordinating ALM activities and methodologies at Group level (Liquidity, Interest Rates, FX strategic & operating strategies, Fund Transfer Pricing, Models development), also defining targets & steering the execution of specific financial transactions over Group subsidiaries;

Structured Balance Sheet Transactions and financial deals for strategic management of equity, interest rate, FX, credit & country risks

Preceding Board Member positions: Unicredit Credit Management Immobiliare and Unicredit Delaware

iii) Head of **Active Balance Sheet Management** within the Group Finance Department (2006-2009)

Main responsibilities:

Listed Shareholdings / Strategic investments Management, Structured Balance Sheet Transactions, Active Credit Portfolio Management

Preceding Board Member positions: Aspra Finance, firm in charge of non-performing loans management

1999-2006 **Allianz Group - Riunione Adriatica di Sicurtà S.p.A.**

Entity regulated by the ISVAP (Italian Insurance Companies regulator)

Head of **Corporate Finance** and **Financial Markets** units (2004-2006)

Main responsibilities:

- Active monitoring of shareholdings (Italian and foreign) and strategic investments (listed and not), with analysis and execution of extraordinary financial operations (including active management through derivatives instruments with hedging or yield enhancement purposes)
- Deal management for M&A operations and core business investments (insurance, banking, asset management & financial network, real estate)
- Business case assessment and corporate development initiatives (launch of new business activities)
- Analysis to support investment/disinvestment activity and performance monitoring of Alternatives Investments (Real Estate, Private Equity, Hedge Funds)
- Management of proprietary investment portfolio composed by equities, bonds, structured investments, financial derivatives

Other positions: Committee Member of Ras Private Equity Partners Fund; Board Member of CityLife, real estate firm winner of the contest for the requalification of the historical quarter of the Fair of Milan

Previously carried out activities in the **Finance Department** (1999-2004) with regard to asset management and corporate finance related topics:

i) Head of the **Corporate Finance** and **Strategic Investments** unit (2002-2004)

ii) **Financial analyst** in the **Financial Participations** unit (2001-2002)

iii) **Analyst/portfolio manager** of the **Insurance proprietary investment portfolio** (1999-2000)

1999-1999 **KPMG S.p.A.**

**Analyst for auditing activity** in the **Banking, Insurance and Financial Institutions** industries

**Studies**

1994-1999 **Bachelor in Business Administration** - Management of Industrial Enterprises - Luigi Bocconi University in Milan



Zeynep Nazan Somer Ozelgin was born in Istanbul in 1963. She completed her high school education in Istanbul American Robert College. Somer Ozelgin has an undergraduate degree from the Business Administration Faculty of Bosphorus University.

She joined Arthur Andersen Istanbul office as an Independent Auditor in 1988 and obtained her Certified Public Accountant Certificate in 1993. During her career with Arthur Andersen, Somer Ozelgin assumed auditing and financial consultancy responsibilities for companies in banking and finance, manufacturing, commerce, construction and tourism. Furthermore, she ran many internal control and workflow reviews, restructuring and due diligence projects as well as company valuations especially in the financial sector. She was the partner in charge of financial sector in the last two years of her career with Arthur Andersen Turkey. During this period, she also held responsibilities for financial sector clients in Bucharest and Sofia.

Somer Ozelgin joined Yapi Kredi Bank in Turkey in 2000 as Executive Vice President in charge of Individual Banking. Between 2003 and 2009, she served as Executive Vice President in charge of credit cards and consumer lending. Somer Ozelgin was the Executive Vice President in charge of Retail Banking and a member of the Executive Committee of Yapi Kredi from 2009 to 2018. She was also the acting CFO for Yapi Kredi between December 2004 and October 2005 in addition to her responsibilities as Executive Vice President in charge of credit cards and consumer lending.

Currently, Somer Ozelgin is a Supervisory Board Member of Unicredit Romania(since October 2017), Supervisory Board Member of Zagrebacka Banka (Unicredit Croatia-since May 2018) and Supervisory Board Member of Mapfre Insurance, Turkey (since December 2018). She also holds Deputy Chair responsibility in Zagrebacka in addition to being a member of the Risk Committee and Audit Committee and provides management consultancy services to some CEE banks. Furthermore, she is the Board Member and Deputy Chair of Istanbul Golf Club and as part of her social responsibility efforts holds a chair in the Advisory Committee of Darussafaka Foundation (a reputable Turkish foundation focusing on education).

Somer Ozelgin has been a member of the Board of Directors of Yapi Kredi Azerbaijan between September 2012 and 2018. She also served as a member of the Board of Directors of Tanı Pazarlama A.Ş. (a Koç Holding company ) between March 2014 and March 2018.

Furthermore, Somer Ozelgin has been a Board Director of Visa Europe from May 2003 till June 2016 and a Board Director of 441 Trust Company Limited from June 2016 to December 2017. She also chaired the Turkish National Board of Visa from May 2003 to December 2017.

In addition to current and past Board memberships mentioned above, Somer Ozelgin has been a Board Member in the following institutions during her career.

Turkish Interbank Card Center ( BKM A.S.) Board Member- ( March 2003-February 2006)

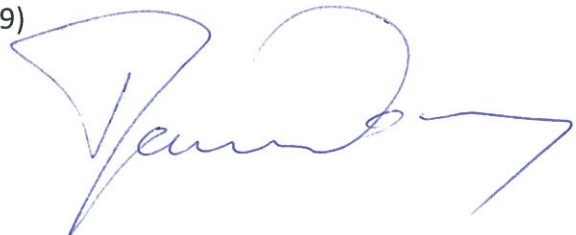
Turkish Interbank Card Center ( BKM A.S.) Board Member and Chairperson ( March 2005-February 2006)

Turkish Credit Bureau Board Member ( October 2000- February 2006)

Turkish Credit Bureau Board Member and Chairperson ( March 2005- February 2006)

Yapi Kredi Pension and Life Insurance Company- Board Member

( October 2000- April 2004) and (March 2009- August 2009)



PERSONAL INFORMATION

Pasquale Giamboi



📍 Via Molino 4, 21052 Busto Arsizio (VA), Italy

☎ +39 0331-670730 📠 +39 348 5808045

✉ [pasquale.giamboi@unicreditgroup.ba](mailto:pasquale.giamboi@unicreditgroup.ba)

CURRICULUM VITAE

NAME: GIAMBOI PASQUALE  
DATE AND PLACE OF BIRTH: 24<sup>TH</sup> OCTOBER 1954, BOLOGNA - ITALY  
CITIZEN: ITALIAN  
DOMICILE: VIA MOLINO 4, 21052 BUSTO ARSIZIO (VARESE) – ITALY  
STUDIES:  
UNIVERSITY UNIVERSITÀ DEGLI STUDI IN BOLOGNA - ITALY  
1984 DEGREE IN LAW, WITH 97/110 MARK.  
DISSERTATION IN COMMERCIAL PENAL LAW, WITH THE TITLE:  
"CURRENT PROFILES OF PUBLIC AND PRIVATE BANKS EMPLOYEES'  
CRIMINAL LIABILITY"  
HIGH SCHOOL STATE TECHNICAL INSTITUTE FOR SURVEYORS "ANTONIO PACINOTTI" -  
BOLOGNA - ITALY  
1973 DIPLOMA FOR SURVEYORS WITH 60/60 MARK.  
OTHER EDUCATION:  
- ISTUD - STRESA (NOVARA) – ITALY  
1976 54° ERACLITUS EXECUTIVE PROGRAM MASTER MANAGEMENT  
SKILLS DEVELOPMENT  
- UNIVERSITY S.D.A. L. BOCCONI - MILANO – ITALY  
1977 COURSE OF SPECIALIZATION "HUMAN RESOURCES AND  
ORGANIZATION"  
- IPSOA - ASSAGO (MILANO) – ITALY  
1978 COURSE IN "ORGANIZATION PLANNING AND MANAGEMENT"

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18/02/2010


## PROFESSIONAL EXPERIENCE:

name of company: ===  
address: ===  
sector: ===  
supervision authority: ===  
Position held from: **01/05/2018 RETIRED**  
Responsibilities: ===

name of company: **UNICREDIT S.P.A ZWEIGNIEDERLASSUNG VIENNA - AUSTRIA**  
address: **LASSALLESTRASSE 5, 1020 VIENNA - AUSTRIA**  
sector: **BANKING**  
supervision authority: **BANK OF ITALY, ÖSTERREICH NATIONAL BANK (ÖNB), FINANCIAL MARKET AUTHORITY (FMA)**  
Position held between: **01/10/2013 TO 30/04/2018**  
**HEAD OF UNICREDIT S.P.A. PERMANENT ESTABLISHMENT (PE) VIENNA**  
Responsibilities: **MANAGE THE PE FROM AN ORGANIZATIONAL, HR AND ADMINISTRATIVE POINT OF VIEW, INCLUDING THE ACTIVITIES ON BEHALF OF THE HOLDING, PRIMARILY IN THE FIELD OF MANAGEMENT AND FINANCIAL CONTROL, OF LEGAL SUPPORT TO VARIOUS PROJECTS AS WELL AS OTHER ACTIVITIES WHICH ARE – FOR REASONS OF MANAGEMENT AND FUNCTIONALITY – EASIER AND MORE LOGICAL PERFORMED LOCALLY IN AUSTRIA. MANAGE THE SHAREHOLDING ACTIVITIES AS THE PE IS THE LEGAL OWNER OF THE MAJORITY OF THE SHARES IN UNICREDIT BANK AUSTRIA AG AND OF THE CEE BANKS OF UNICREDIT SPA; REPORTING TO LOCAL AUTHORITIES (ÖNB, FMA, FIRMBUCH, STATISTIK AUSTRIA)**

name of company: **UNICREDIT BULBANK - SOFIA - BULGARIA**  
address: **PIAZZA SVETA NEDELIA 7, 1000 SOFIA - BULGARIA**  
sector: **BANKING**  
supervision authority: **BULGARIAN NATIONAL BANK (BNB)**  
Position held between: **01/01/2011 TO 30/09/2013**  
**MEMBER OF THE MANAGEMENT BOARD AND HEAD OF RETAIL BANKING DIVISION**  
Responsibilities: **DESIGN OF THE STRATEGY AND MANAGEMENT OF THE RETAIL BANKING BUSINESS DEVELOPMENT OF PRODUCTS AND SERVICES FOR THE FAMILY AND SME CUSTOMER SEGMENT; MANAGEMENT OF THE BRANCH NETWORK AND OF THE ALTERNATIVE CHANNEL DISTRIBUTION. THE RETAIL BANKING OF UNICREDIT BULBANK REPRESENT 55% OF THE REVENUES OF THE BANK,**

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INVOLVING 2 241 PEOPLE DISTRIBUTED IN OVER 200 BRANCHES AND IN THE HEAD OFFICE.

**name of company:** UNICREDIT S.P.A  
**address:** VIA SAN PROTASO 3, 20121 MILANO - ITALY  
**sector:** BANKING  
**supervision authority:** BANK OF ITALY  
**Position held between:** 01/07/2009 TO 31/12/2010  
**EXECUTIVE VICE PRESIDENT, HEAD OF BUSINESS ADVISORY STAFF, CENTRAL & EASTERN EUROPE (CEE) BANKING OPERATIONS DIVISION**  
**Responsibilities:** MANAGEMENT OF STRATEGIC BUSINESS PROJECTS AND COORDINATION, AT HOLDING LEVEL, OF THE ACTIVITIES OF SOFT COLLECTION, RENEGOTIATION AND RESTRUCTURING OF PROBLEMATIC CREDIT PORTFOLIO WITHIN FAMILIES, SME AND CORPORATE SEGMENTS, RULED BY THE GROUP CEE DIVISION BRANCHES. THE GROUP IS PRESENT IN 19 CEE COUNTRIES WITH AS MUCH COMMERCIAL BANKS. THE AREA OF RESPONSIBILITY LEADS TO PLAN, ORGANIZE, IMPLEMENT AND HOMOGENIZE THE BEST ACTIVITIES TO PREVENT CUSTOMERS' DEFAULT AND MINIMIZE PROVISION ACTIVITIES.

**name of company:** UNICREDIT FAMILY FINANCING S.P.A.  
**address:** VIA TORTONA 33, 20144 MILANO - ITALY  
**sector:** BANKING  
**supervision authority:** BANK OF ITALY  
**Position held between:** 01/01/2009 TO 30/06/2009  
**CHIEF OPERATING OFFICER (COO)**  
**Responsibilities:** DIRECTION OF THE OPERATIVE MACHINE (CREDIT, ORGANIZATION AND OPERATION, HR, CUSTOMER SERVICE) OF THE NEW GROUP SOCIETY COMES FROM THE MERGER BETWEEN UNICREDIT BANCA PER LA CASA (MORTGAGES) AND UNICREDIT CONSUMER FINANCING (LOANS AND CARDS).

**name of company:** UNICREDIT BANCA PER LA CASA S.P.A.  
**address:** VIA TORTONA 33, 20144 MILANO - ITALY  
**sector:** BANKING  
**supervision authority:** BANK OF ITALY  
**Position held between:** 01/10/2003 TO 31/12/2008  
**CHIEF EXECUTIVE OFFICER (CEO), MEMBER OF THE BOARD OF DIRECTORS**  
**Responsibilities:** RUN AND DEVELOP THE SPECIALIZED MORTGAGES SUPPLY TO INDIVIDUAL SUBSIDIARY OF UNICREDIT SPA, THROUGH A MULTI-CHANNEL DISTRIBUTION NETWORK (UCB BRANCHES, 360 FINANCIAL ADVISORS AND BROKERS, MONO-

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PRODUCT BRANCHES, REAL ESTATE, FINANCIAL, INSURANCES AND CREDIT BROKERAGE PARTNERS). THE BANK'S MISSION WAS TO FULFILL ALL NEEDS OF FUNDING AND INSURANCE CONNECTED TO THE PURCHASE AND MANAGEMENT OF A NEW HOUSE. AS UNICREDIT EXECUTIVE VICE PRESIDENT, THE MORTGAGE BUSINESS RESPONSIBILITY WAS SPREAD AT EUROPEAN LEVEL. MAIN DIMENSIONAL DATA MANAGED IN ITALY (2008):

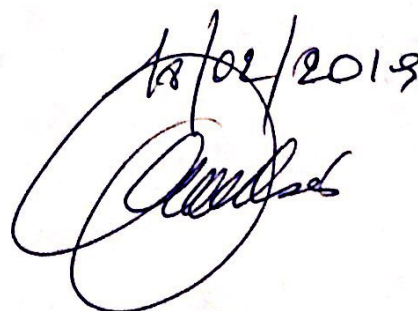
- CLIENTS N°	1.000.000
- MARKET SHARE	25%
- MANAGED MORTGAGES STOCK (MLN €)	68.163
- ANNUAL MORTGAGES SUPPLY (MLN €)	8.500
- EMPLOYEES N°	510
- NET PROFIT BUSINESS LINE (MLN €)	150

name of company: **UNICREDITO ITALIANO SPA**  
address: **VIA SAN PROTASO 3, 20121 MILANO - ITALY**  
sector: **BANKING**  
supervision authority: **BANK OF ITALY**  
Position held between: **01/10/2002 TO 30/09/2003**  
**CENTRAL CO-DIRECTOR AND HEAD OF SHAREHOLDING DEPARTMENT- RETAIL DIVISION**

Responsibilities: **SHARE WITH GENERAL MANAGERS THE ECONOMICAL AND FINANCIAL RESULTS OF SUBSIDIARIES AND CONTROLLED BANKS (BANCA DELL' UMBRIA 1462, CLARIMA, ADALYA BANCA IMMOBILIARE, CASSE DI RISPARMIO DI CARPI, FOSSANO, SALUZZO, BRÀ E SAVIGLIANO; ADDRESS AND SUPPORT BANKS TOWARDS THE DEVELOPMENT OF THEIR OWN BUSINESS MODELS, COHERENTLY TO DIVISION STRATEGIC GUIDELINES; COORDINATE COMMERCIAL AND SERVICE ACTIONS FOR CUSTOMERS OF THE CONTROLLED BANKS, GRANTING ALSO AN EFFECTIVE RELATIONSHIP BETWEEN SUCH BANKS AND GROUP COMPANIES (ESPECIALLY THOSE RELATED TO INSURANCES AND COMMON FUNDS); PLAN AND MONITOR THE ACTIVITY TREND INCLUDED IN THE COMMERCIAL AGREEMENTS DEFINED WITH SUBSIDIARIES AND ALLIED BANKS.**

name of company: **UNICREDITO ITALIANO SPA**  
address: **VIA SAN PROTASO 3, 20121 MILANO - ITALY**  
sector: **BANKING**  
supervision authority: **BANK OF ITALY**  
Position held between: **01/10/2000 TO 30/09/2002**  
**CENTRAL CO-DIRECTOR AND HEAD OF RETAIL AND PRIVATE BANKING AREA - ITALIAN BANKS DIVISION**

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**Responsibilities:**

FINE POINT THE SATISFACTION DEGREE AND THE NET ECONOMICAL CONTRIBUTION OF RETAIL AND PRIVATE CUSTOMERS, FULFILLED THROUGH THE GROUP ITALIAN BRANCHES; DEFINE A GROUP STRATEGY FOR MARKET RETAIL, IN TERMS OF PRODUCTS, CUSTOMER SEGMENTS, GEOGRAPHICAL MARKETS AND DISTRIBUTION CHANNELS; IDENTIFY AND DEVELOP THE GROUP RETAIL PRODUCTS AND SERVICES RANGE AND DEFINE THE PRICING POLICY; DEVELOP COMMERCIAL TOOLS/APPROACHES ABLE TO INCREASE PROFIT, MARKET SHARES AND CUSTOMER SATISFACTION, MINIMIZING THE COSTS/PROFITS RATIO AND TO COORDINATE BANKS WITH THE BEST LOCAL PROTECTION, VERIFYING COHERENCE TO GROUP STRATEGY; MANAGE CENTRALIZED MARKETING TOOLS AND STRUCTURES AT GROUP LEVEL (CRM AND MARKETING DATA BASE); DEVELOP AND MANAGE SUBSIDIARY CHANNELS (CALL CENTER, INTERNET BANKING, MERCHANT BANKERS NETWORK); COORDINATE THE ADVERTISING ACTIVITIES, CENTRALIZING THE DEFINITION OF GUIDELINES, MEDIA STRATEGY AND PURCHASE FUNCTIONS, GRANTING THE BEST VALORIZATION OF GROUP BRANDS PORTFOLIO; ACQUIRE, DEVELOP AND MAINTAIN DURING TIME SPECIALTY SKILLS, KEY TO GRANT GROUP COMPETITIVENESS IN MID-LONG TERMS; MONITOR COST AND SERVICE LEVEL OF COMPETENCE PROCESSES.

**name of company:**

**UNICREDITO ITALIANO SPA**

**address:**

**VIA SAN PROTASO 3, 20121 MILANO - ITALY**

**sector:**

**BANKING**

**supervision authority:**

**BANK OF ITALY**

**Position held between: 01/01/1996 TO 30/09/2000**

**HEAD OF ALTERNATIVE DISTRIBUTION CHANNEL - RETAIL AND PRIVATE BANKING DIRECTION HEAD OFFICE**

**Responsibilities:**

DEFINE THE MARKETING POLICY OF GROUP DISTRIBUTION CHANNELS, COHERENTLY TO GENERAL RETAIL MARKET STRATEGIES; DEFINE AND COORDINATE GROUP BRANCHES ATMS; MANAGE DIRECT RESPONSIBILITY CHANNELS (GROUP CALL CENTER FOR TELEPHONE BANKING AND TELEMARKETING, GROUP IT PLATFORMS) DEFINING THEIR ACTION AND DEVELOPMENT PLANS; GRANTING CHANNEL INNOVATION DIRECTED TO MARKET AND TECHNOLOGY DEVELOPMENT; CHECK PERFORMANCES OF THE SEVERAL GROUP CHANNELS AND DEFINE IMPROVING ACTIONS AND STRUCTURAL INTERVENTIONS; COORDINATE AND FACILITATE EXTERNAL DISTRIBUTION CHANNELS DEVELOPMENT (BROKERS NETWORK, SIM ON LINE, THIRD PARTY ALLIES); COORDINATE GROUP PLANNING AND CONTROL CYCLE, WITH REFERENCE TO CHANNELS AND DISTRIBUTION NETWORKS. MAIN PROJECTS MANAGED AS PROJECT LEADER: CREATION OF A CALL CENTER TO DEVELOP TELEPHONE BANKING AND TELEMARKETING SERVICES FOR CREDITO

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ITALIANO; DEVELOP ON-LINE BANKING PLATFORMS FOR CREDITO ITALIANO;  
CREATION OF NEW ATMS LAY-OUT; CREATION OF CREDIT BROKERAGE  
CENTERS; FEASIBILITY ANALYSIS FOR XELION, THE GROUP REAL ESTATE ON LINE  
MEDIATION COMPANY

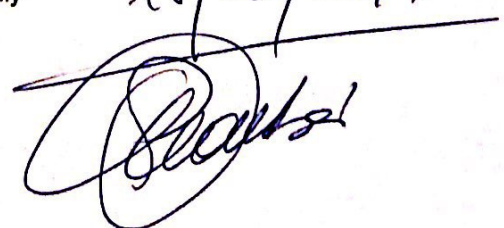
name of company: **CREDITO ITALIANO**  
address: CORSO STRADA NUOVA 55, 27100 PAVIA - ITALY  
sector: BANKING  
supervision authority: BANK OF ITALY  
Position held between: **01/01/1995 TO 31/12/1995**  
**DIRECTOR OF PAVIA GROUP AREA**  
Responsibilities: MANAGE THE PROFIT AND LOSS, THE BALANCE SHEET, THE BRANCH NETWORK,  
THE RISK, THE HUMAN RESOURCES AND CUSTOMER BASE OF THE AREA

name of company: **CREDITO ITALIANO**  
address: PIAZZA ROMA 1, 20900 MONZA - ITALY  
sector: BANKING  
supervision authority: BANK OF ITALY  
Position held between: **01/01/1993 TO 31/12/1994**  
**HEAD OF PRIVATE CUSTOMER AND SMALL BUSINESS – MONZA GROUP AREA**  
Responsibilities: LEADING AND MANAGING THE PROFIT AND LOSS OF PRIVATE AND SMALL  
BUSINESS MARKET. DEPUTY DIRECTOR OF THE MAIN BRANCH (MONZA E  
BRIANZA)

name of company: **CREDITO ITALIANO**  
address: VIA VOLTA, 20885 LESMO (MONZA E BRIANZA) - ITALY  
sector: BANKING  
supervision authority: BANK OF ITALY  
Position held between: **01/01/1991 TO 31/12/1992**  
**DEPUTY DIRECTOR HEAD OFFICE PROFESSIONAL TRAINING CENTER**  
Responsibilities: DESIGN, DEVELOP AND MANAGE THE TRAINING AND EDUCATIONAL PROGRAM

name of company: **CREDITO ITALIANO**  
address: VIA SAN PROTASO 3, 20121 MILANO - ITALY  
sector: BANKING  
supervision authority: BANK OF ITALY  
Position held between: **01/01/1987 TO 31/12/1990**

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18/02/2019  


**DEPUTY DIRECTOR OF THE ORGANIZATIONAL DEVELOPMENT UNIT - HEAD  
OFFICE HR DIVISION**  
Responsibilities: DESIGN OF ROLES AND MACRO-STRUCTURES, IMPLEMENTATION OF SYSTEMS  
TO CHECK PERFORMANCES AND MBO POTENTIAL AND SYSTEM

name of company: **CREDITO ITALIANO**  
address: VIA SAN PROTASO 3, 20121 MILANO - ITALY  
sector: BANKING  
supervision authority: BANK OF ITALY  
Position held between: **01/01/1983 TO 31/12/1986**  
**EXECUTIVE HEAD OF TRAINING AND MANAGEMENT EDUCATION PROGRAMS -  
HEAD OFFICE PROFESSIONAL TRAINING CENTER**

name of company: **CREDITO ITALIANO**  
address: VIA MONTEGRAPPA 5, 40121 BOLOGNA - ITALY  
sector: BANKING  
supervision authority: BANK OF ITALY  
Position held between: **01/01/1981 TO 31/12/1982**  
**CORPORATE & SME CREDIT ANALYST – CREDIT RISK DEPARTMENT BOLOGNA  
BRANCH**

name of company: **CREDITO ITALIANO**  
address: VIA VOLTA, 20885 LESMO (MONZA E BRIANZA) - ITALY  
sector: BANKING  
supervision authority: BANK OF ITALY  
Position held between: **01/03/1978 TO 31/12/1980**  
**TRAINER OF ORGANIZATION AND MARKETING - HEAD OFFICE PROFESSIONAL  
TRAINING CENTER**

name of company: **CREDITO ITALIANO**  
address: VIA MONTEGRAPPA 5, 40121 BOLOGNA - ITALY  
sector: BANKING  
supervision authority: BANK OF ITALY  
Position held between: **17/01/1977 TO 28/02/1978**  
**FRONT OFFICE AND CUSTOMER SERVICE BOLOGNA BRANCH**

name of company: **CASSA DI RISPARMIO IN BOLOGNA**

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18/02/2019  




address: VIA FARINI 22, 40124 BOLOGNA - ITALY  
sector: BANKING  
supervision authority: BANK OF ITALY  
Position held between: 14/12/1973 TO 01/05/1975  
JR AUDITOR HEAD OFFICE AUDIT DEPARTMENT

**ADDITIONAL POSITIONS HELD WITHIN THE UNICREDIT SPA**


name of company: UNICREDIT BANK A.D. BANJA LUKA  
address: MARIJE BURSAC 7, 78000 BANJA LUKA - BOSNIA AND HERZEGOVINA  
sector: BANKING  
supervision authority: BANKING AGENCY OF REPUBLIC OF SRPSKA (BARS)  
Position held from: 14/10/2017  
CHAIRMAN OF SUPERVISORY BOARD

name of company: UNICREDIT BANKA SLOVENIJA D.D  
address: SMARTINSKA 140, 1000 LJUBLJANA - SLOVENIJA  
sector: BANKING  
supervision authority: BANK OF SLOVENIJA (BSI)  
Position held from: 20/02/2018  
MEMBER OF SUPERVISORY BOARD  
21/02/2018  
CHAIRMAN OF AUDIT COMMITTEE

name of company: UNICREDIT GLOBAL LEASING EXPORT GMBH  
address: OPERNGASSE 21, 1040 VIENNA - AUSTRIA  
sector: LEASING  
supervision authority: BANK OF ITALY, ÖSTERREICH NATIONAL BANK (ÖNB), FINANCIAL MARKET  
AUTHORITY (FMA)  
Position held between: 20/07/2016 TO 30/04/2018  
CHAIRMAN OF SUPERVISORY BOARD

name of company: UCG BETEILIGUNGSVERWALTUNG GMBH  
address: LASSALLESTRASSE 5, 1020 VIENNA - AUSTRIA  
sector: BANKING  
supervision authority: BANK OF ITALY, ÖSTERREICH NATIONAL BANK (ÖNB), FINANCIAL MARKET  
AUTHORITY (FMA)  
Position held between: 26/01/2016 TO 01/10/2016

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**MANAGING DIRECTOR**

**name of company:** JSC UKRSOTSBANK  
**address:** STR. KOVPAKA 29, 01350 KYEV - UKRAINE  
**sector:** BANKING  
**supervision authority:** NATIONAL BANK OF UKRAINE (NBU)  
**Position held between:** 09/03/2010 TO 08/03/2013  
**MEMBER OF SUPERVISORY BOARD**


**name of company:** PLANETHOME AG  
**address:** MÜNCHNER STR. 14, 85774 MÜNCHEN-UNTERFÖHRING - GERMANY  
**sector:** REAL ESTATE AND FINANCE  
**supervision authority:** FEDERAL FINANCIAL SUPERVISORY AUTHORITY (BAFIN)  
**Position held between:** 14/08/2007 TO 30/03/2011  
**MEMBER OF SUPERVISORY BOARD**

**name of company:** VEREINSBANK VICTORIA BAUSPAR (VVB) AG  
**address:** HAYDNSTRASSE 4-8, 80336 MÜNCHEN – GERMANY  
**sector:** BANKING  
**supervision authority:** FEDERAL FINANCIAL SUPERVISORY AUTHORITY (BAFIN)  
**Position held between:** 23/06/2006 TO 30/03/2012  
**MEMBER OF SUPERVISORY BOARD**

**name of company:** FIDITALIA SPA  
**address:** VIA G.DA SILVA 34, 20100 MILANO - ITALY  
**sector:** BANKING  
**supervision authority:** BANK OF ITALY  
**Position held between:** 28/11/2000 TO 30/03/2002  
**MEMBER OF BOARDS OF DIRECTORS**

**name of company:** UNICREDIT FONDI SGR P.A.  
**address:** GALLERIA PATTARI 2, 20100 MILAN - ITALY  
**sector:** ASSET MANAGEMENT  
**supervision authority:** BANK OF ITALY

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18/02/2019  


Position held between: **22/03/2002 TO 30/03/2005**  
**MEMBER OF BOARDS OF DIRECTORS**

name of company: **VIVACITY SPA**  
address: **VIA DI PRISCILLA 101, 00199 ROMA - ITALY**  
sector: **ICT**  
supervision authority: **====**  
Position held between: **19/11/2001 TO 30/03/2005**  
**MEMBER OF BOARDS OF DIRECTORS**

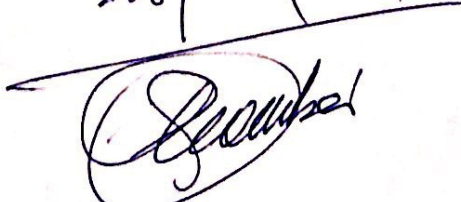
name of company: **MULTITEL SPA - SOCIETÀ INTERBANCARIA DI SERVIZI TELEMATICI**  
address: **VIA GUIDO ROSSA 10, LAVINO DI MEZZO – ANZOLA NELL'EMILIA (BOLOGNA) – ITALY**  
sector: **ICT**  
supervision authority: **====**  
Position held between: **07/02/2001 TO 30/03/2004**  
**MEMBER OF BOARDS OF DIRECTORS**

name of company: **CASSA DI RISPARMIO DI TRENTO E ROVERETO SPA**  
address: **VIA CALEPINA 1, 38122 TRENTO - ITALY**  
sector: **BANKING**  
supervision authority: **BANK OF ITALY**  
Position held between: **25/01/2001 TO 30/03/2004**  
**MEMBER OF BOARDS OF DIRECTORS AND THE EXECUTIVE COMMITTEE**

name of company: **UNICREDIT XELION BANCA SPA**  
address: **VIA PIRELLI 32, 20124 MILANO - ITALY**  
sector: **BANKING**  
supervision authority: **BANK OF ITALY**  
Position held between: **29/10/1999 TO 30/03/2004**  
**MEMBER OF BOARDS OF DIRECTORS**

name of company: **CASSA DI RISPARMIO DI FOSSANO SPA**  
address: **VIA ROMA 122, 12045 FOSSANO (CUNEO) - ITALY**  
sector: **BANKING**  
supervision authority: **BANK OF ITALY**

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18/02/2019  


Position held between: **29/04/2003 TO 30/03/2006**  
**MEMBER OF BOARDS OF DIRECTORS AND EXECUTIVE COMMITTEE**

name of company: **BANCA DELL UMBRIA 1462 SPA**  
address: **CORSO VANNUCCI 39, 06121 PERUGIA - ITALY**  
sector: **BANKING**  
supervision authority: **BANK OF ITALY**  
Position held between: **10/12/2002 TO 30/04/2004**  
**MEMBER OF BOARDS OF DIRECTORS**

**ADDITIONAL POSITIONS HELD OUTSIDE THE UNICREDIT SPA**


name of company: **EUROPEAN MORTGAGE FEDERATION AISBL (EMF)**  
address: **AVENUE DE LA JOYEUSE ENTRÉE 14/2 B, 1040 BRUXELLES - BELGIUM**  
sector: **ASSOCIATION**  
supervision authority: **=====**  
Position held between: **01/03/2007 TO 31/12/2008**  
**PRESIDENT**

name of company: **ASSOCIAZIONE ITALIANA DEL CREDITO AL CONSUMO E IMMOBILIARE (ASSOFIN)**  
address: **CORSO ITALIA 17, 20122 MILANO - ITALY**  
sector: **ASSOCIATION**  
supervision authority: **=====**  
Position held between: **01/01/2006 TO 31/12/2008**  
**DEPUTY CHAIRMAN**

name of company: **SSB SPA – SOCIETA PER I SERVIZI BANCARI**  
address: **VIALE CERTOSA 218, 20100 MILANO - ITALY**  
sector: **ICT**  
supervision authority: **=====**  
Position held between: **01/01/2001 TO 30/09/2013**  
**DEPUTY CHAIRMAN**

name of company: **CIM - ITALIA SPA**

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18/02/2019  


address: CORSO EUROPA 14, 24040 ZINGONIA (BERGAMO) - ITALY  
sector: ICT  
supervision authority: =====  
Position held between: 31/05/2002 TO 30/03/2005

MEMBER OF BOARDS OF DIRECTORS  
name of company: B.I.G. - BENI IMMOBILI GESTITI SPA  
address: VIA TURATI FILIPPO 32, 20100 MILANO - ITALY  
sector: REAL ESTATE  
supervision authority: =====  
Position held between: 15/05/2003 TO 30/03/2006  
MEMBER OF BOARDS OF DIRECTORS

name of company: PIRELLI AND C. REAL ESTATE FRANCHISING HOLDING SRL  
address: VIALE PIERO E ALBERTO PIRELLI 27, 20126 MILANO - ITALY  
sector: REAL ESTATE  
supervision authority: =====  
Position held between: 19/07/2004 TO 30/03/2009  
MEMBER OF BOARDS OF DIRECTORS

name of company: CONSORZIO GESTIONE BANCOMAT (CO.GE.BAN)  
address: VIA DELLE BOTTEGHE OSCURE 4, 00100 ROMA - ITALY  
sector: BANKING  
supervision authority: BANK OF ITALY  
Position held between: 24/04/2002 TO 30/03/2005  
MEMBER OF BOARDS OF DIRECTORS

18/02/2019  


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## LANGUAGES KNOWLEDGMENT

Mother tongue(s) ITALIAN

Other language(s)	UNDERSTANDING		SPEAKING		WRITING
	Listening	Reading	Spoken interaction	Spoken production	
ENGLISH	C1	C1	C1	C1	C1
GERMAN	A2	A2	A2	A2	A2

Common European Framework of Reference for Languages

Levels: A1/A2: Basic user - B1/B2: Independent user - C1/C2 Proficient user

DRIVING LICENSE

CATEGORY A  
CATEGORY B

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BUSTO ARSIZIO, 18 FEBBRAIO 2019



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# Rasvan Radu

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## 1. DATE OF BIRTH:

February 12, 1966

## 2. STATUS:

Married, two children

## 3. ACADEMIC QUALIFICATIONS

- 2000 AMP Harvard Business School
- 1997 MA (Economic Degree) Romanian-American University - Bucharest
- 1995 MBA at Conservatoire National des Arts et Métiers-Paris, Bucharest (2.5 years)
- 1992 Academy of Economic Studies - Foreign Exchange Relations and International Taxes (1 year)
- 1990 M.Sc. (Engineering Degree) Polytechnic University of Bucharest

## 4. PROFESSIONAL EXPERIENCE

Present	<b>UniCredit Group S.p.A – Executive Vice President</b> <b>Country Chairman Romania:</b> UniCredit Bank; UniCredit Leasing Corporation, UniCredit Consumer Finance (UCFin)
2005 - 2007	<b>UniCredit Romania – Executive President and Chief Executive Officer</b>
2001- 2005	<b>Raiffeisen Bank – Vice Chairman</b>
2000 – 2001	<b>Romanian Savings Bank (CEC) – Vice Chairman</b>
1991 – 2000	<b>Romanian Commercial Bank</b> 1997 - 2000 - <i>Director - Capital Markets Division</i> 1997-1998 <i>Set-up BCR-Chisinau Subsidiary in Moldova.</i> 1996 - <i>Deputy Director - International Division; Project Manager - RCB inaugural eurobond issue.</i> 1995 - <i>Project Manager for implementation of the international payments system</i> 1994 - <i>Manager : SWIFT , Investigations (Trade Finance &amp; Payments)</i> 1993 - <i>Project Manager for NOSTRO Reconciliation Automation</i> 1993-1996 - <i>Trade Finance Division - Manager - SWIFT Department</i>



	1992 - Project Manager for SWIFT implementation 1991-1992 - IT department, Trade Finance, Treasury
1992-1994	<b>Hanbet Corp. - USA</b> Responsibilities: - training of local dealers, representation & implementation in: Indonesia, Tunisia, Bulgaria, Lebanon
1990-1991	<b>Enterprise of Peripheral Equipment</b> Responsibilities: - computer maintenance

## 5. Other activities

**Member of the Supervisory Board:** Romanian Credit Bureau; The Aspen Institute Romania;

## 6. TRAINING EXPERIENCE

- 1997 Eastern European Training Program - Merrill Lynch - New York (5 weeks)
- 1996 Capital Markets - Merrill Lynch International - London (2 weeks)
- 1996 International Bankers Seminar - Bank Hapoalim - Israel (2 weeks)
- 1996 Executive Management Program - American Express Bank (2 weeks)
- 1995 Reimbursements, Collections & Documentary Credits - International Chamber of Commerce - Paris and Barcelona
- 1993 "Train the Trainer" course - Barclays Bank, International Trade Finance (2 weeks)
- 1992 SWIFT, La Hulpe - Belgium (4 weeks)

## 7. COURSES AND SEMINARS

- Merrill Lynch & National Bank of Romania - Accessing capital markets in Romania 1997-Bucharest
- Central & Eastern European Issuers & Investors Forum 1997-Vienna
- Japan International Finance Conference 1996 - Tokyo
- Environment protection - UNEP 1995
- National Bank of Indonesia - 1994
- Banking Operations - SIBOS - Brussels, Geneva, Boston, Copenhagen, Florence
- Electronic Payments & ACH - Orlando, Amsterdam.

**8. LANGUAGES:** English (fluent), Italian (fluent), French (good)





**CV MARCO CRAVARIO**

Marco Cravario, aged 51, was born in Turin, Italy. At present, he coordinates UniCredit Group's banking activities in Romania, as Deputy CEO UniCredit Bank Romania.

With a banking experience of over 15 years, he had various positions during this time, such as General Manager UniCredit Bank Slovakia, Chief Financial Officer Yapi Kredi Bank Turkey or Chief Financial Officer UniCredit Bank Romania, being therefore at his second mandate in Romania.

Marco Cravario has an Economics Degree from the University of Turin in Italy. He attended numerous management and financial programs, including London School of Economics and INSEAD, Fontainebleau. He is also professor at the Master in Finance, Insurance and Risk management of the Institute Carlo Alberto, University of Turin in Italy.

Bucharest, 08.02.2019

**Place, date**

Marco Cravario

**Signature**

CV Philipp Gamauf

Philipp Gamauf joined UniCredit in 2005, building his entire professional banking career within UniCredit Group, after graduating in Strategic Management, Management Control and Consulting from the Vienna University of Economics and Business Administration.

During the years, he accumulated a vast multicultural experience, working in several banks of the Group located in Austria, Germany and Italy, in different business areas such as Planning and Controlling, Accounting and Tax, Strategy & Data Governance.

Before coming to Romania, Philipp Gamauf (aged 36) was Head of Markets Planning & Controlling for UniCredit globally.

Starting January 2018, Philipp Gamauf is Chief Financial Officer, Executive Vice-President within UniCredit Bank Romania.

5.2.2019

A handwritten signature in blue ink, consisting of stylized, cursive letters.

CV Nicola Longo Dente


Nicola Longo Dente, aged 59, has a vast professional experience in UniCredit Group, where he started his career in the Italian network in the early 1980s, shortly after embracing an international career in corporate banking, moving to Chicago, Hong Kong and New York offices, where he became Deputy Head for the group corporate banking business.

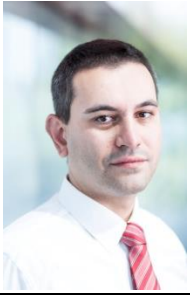
In 2008 he moved to UniCredit CEE Division taking his first assignment at Ukrsofsbank Ukraine assuming the responsibility for International & Multinational clients' business.

In 2011 he was appointed Head of International & Multinational Banking at Yapi Kredi Bankasi Turkey until December 2017.

Starting from 2018 he took over the position of Executive Vice-President in UniCredit Bank Romania.

Nicola Longo Dente studied Economic and Banking Sciences at the Catholic University of Sacred Heart Milan and also accomplished various professional training programs in international banking, capital markets, and business management in New York, London, Turin, Milan and Lausanne.

 6/2/19



## CURRICULUM VITAE

*Andrei BRATU*

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### ▪ PERSONAL DATA

Birthdate: April 16, 1978

### ▪ EDUCATION

1997 - 2001

Bucharest Academy of Economic Studies  
BSc Finance and Banking

2001- 2003

Bucharest Academy of Economic Studies  
MSc Financial Management and Capital Markets

TOEFL certificate 2002

### Various training courses in:

- **Structured & Project Finance** - SDA Bocconi, UniCredito Italiano
- **Capital markets & Privatisations** - SDA Bocconi, UniCredito Italiano
- **Acquisition finance** - SDA Bocconi, UniCredito Italiano
- **Financial Analysis** – UniCredit Romania
- **Credit Risk** – Unicredito Italiano
- **Banking regulations in Romania** - ARB
- **International Accounting Standards** – KPMG

### ▪ PROFESSIONAL EXPERIENCE

November 2003 – present

**UNICREDIT BANK SA (Bd Expozitiei 1F, Sector 1, Bucuresti)**  
*Institution under the supervision of National Bank of Romania*

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**Executive Vice President and Chief Risk Officer (January 2019-present)**

**Director (September 2015 – December 2019)**  
**Mid Corporate Department**

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**Director (August 2009 – August 2015)**  
**Corporate Underwriting Department**

*Interim positions (held in parallel with the base position):*

- *Interim Chief Risk Officer (March 2012 – Sept 2012)*
- *Interim Retail Underwriting Director (Oct 2012 – Dec 2013)*

**Director (June 2007 – July 2009)**  
**Specialized Lending Department**

**Deputy Director (March 2006 – July 2007)**  
**Corporate Products Department**

**Officer / Senior Officer (November 2003 – March 2006)**  
**Credit Department**

April 2003 – October 2003

***BANCA DE CREDIT SI INVESTITII ROMEXTERRA SA***  
***(Soseaua Pipera 42, Globalworth Plaza, Bucuresti)***  
***Institution under the supervision of National Bank of Romania***

**Analyst – Network Coordination Department**

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May 2000 – April 2003

***S.C. VALSA CONSULTING S.A.***  
**Financial Analyst**

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## Carlo Driussi

Italian, born in Rome, on January the 1<sup>st</sup> 1978, married, 3 children.  
Current residence address: Balkanska, 2 - 11000 Belgrade, Serbia

### Studies:

MBA at Bradford University, UK – ongoing, planned to be finished by 2019  
BA in Management Engineering at FAM Faculty of Management – University Union Nikola Tesla, Serbia 2017  
High school Diploma of “Ragioneria” (Accounting), at the Technical Commercial School “Gioberti Q. Sella” of Rome, Italy  
July 1997, 60/60

### Other Executive Education:

Innovation in Action @ UniCredit, in collaboration with HEC University, UniManagement Turin, Italy, 2016  
Leadership Curriculum “UniFuture”:  
o Oxford Leadership, UniManagement training center, Turin, 2017  
o “Transform 2019”, IMD Business School, Lausanne, Switzerland, 2017  
Lead the Change in UniCredit, IMD Business School, Lausanne, Switzerland, 2018

### Languages

Italian, native  
English, 6,5 IELTS  
Serbian, basic

### Professional Experience

#### UniCredit Bank Serbia JSC

Address: Rajiceva 27-29 - 11000 Belgrade, Serbia

Sector: Banking

Authority: National Bank of Serbia

Since September 2015

Head of Global Banking Service Division, UniCredit Bank of Serbia, Belgrade

Permanently invited at the Board of Directors

Member of the Management Team

Member of the Cost Management Node

#### *Responsible for:*

non-HR cost of the Bank and the Bank’s Operations (direct responsibility of 220+ people): Organization, Information Technology, Real Estate management, Cost Management and Procurement, Security, Banking Operations/Back Office activities, Data Governance, Project Portfolio Management.

Responsible for Smart Working implementation and introduction of Agile at Scale.

January 2011 – August 2015

Head of Human Resources Department, UniCredit Bank of Serbia, Belgrade

Permanently invited at the Board of Directors

Member of the Management Team of the Bank

#### *Responsible for:*

HR cost of the Bank, management, development, training and HR administration of the Staff of the Bank (more than 1.100 resources). Legal issues HR related.

07.01.2019



UniCredit S.p.A.

Address: Piazza Gae Aulenti 3 - Tower A - 20154 Milan, Italy

Sector: Banking

Authority: National Bank of Italy

October 2007 – December 2010

Global HR Business Partner, UniCredit S.p.A, Milan

*Responsible for:*

Management and Development of following HR Area: CFO, M&A, Management Committee Staff, Institutional and Regulatory Strategic Advisory, Group Identity and Communication (around 1.000+ people in Italy and 4.100+ worldwide).

Capitalia S.p.A.

Acquired and merged with UniCredit S.p.A.

Sector: Banking

Authority: National Bank of Italy

April 2006 – October 2007

HR Manager, Capitalia S.p.A., Rome

HR Management of Capitalia Holding.

Part of the team for merging Capitalia Holding with UniCredit Group.

Capitalia Informatica

Acquired and merged within UniCredit Group with UniCredit Services

Sector: ICT services for UniCredit Group

Authority: National Bank of Italy

February 2005 – April 2006

HR Manager, Capitalia Informatica (ICT Company of Capitalia Group), Rome

Part of the team for the start-up of the Company. HR Management of Head Office resources and Internal Communication.

Capitalia Service JV S.r.l.

Acquired by UniCredit Group and merged with UniCredit Credit Management which has been sold in October 2015. Lately the company has been merged with doBank S.p.A.

Address: Piazzetta Monte, 1 – 37121 Verona, Italy

Sector: management of Non-performing loans

Authority: National Bank of Italy

May 2003 – January 2005

HR Director, Capitalia Service JV (company for managing the non-performing loans of Capitalia Group), Rome

*Responsible for:*

Start-up of the Company in Joint Venture with Archon Group (Goldman Sachs) with responsibility for all HR activities, Industrial Relations, Management and Development, HR Administration and Labor law related activities.

07.01.2019



Capitalia S.p.A.  
Acquired and merged with UniCredit S.p.A.  
Sector: Banking  
Authority: National Bank of Italy

July 2002 – April 2003  
HR Business Partner, Capitalia Holding, Rome

Start-up of the HR office, with focus on HR management and development.

Banca di Roma S.p.A.  
Acquired and merged with UniCredit S.p.A.  
Sector: Banking  
Authority: National Bank of Italy

May 2000 – June 2002  
Business Assistant of Area Manager, Banca di Roma, Rome

*Responsible for:*  
Business Assistant of the Area Manager.  
Responsible for HR Management (900+ resources) and for planning and control of the network (54 branches).

MedioCredito Centrale S.p.A.  
Acquired by Banca di Roma and then by UniCredit Group, sold in 2011, today the company has as unique shareholder a state company named Invitalia.  
Address: Viale America, 351 – 00144 Rome, Italy  
Sector: credit management and management of state subsidized credits to corporate companies  
Authority: National Bank of Italy

April 1999 – May 2000  
Internal Audit staff member, MedioCredito Centrale, Roma

*Competencies in:*  
Internal Audit management.

September 1997 – April 1999  
Back Office staff member, MedioCredito Centrale, Roma

Intra-banking operations management.

I hereby give consent for my personal data to be processed.  
Carlo Driussi



07.01.2019





## Curriculum Vitae

**NAME:** H. FAIK ACIKALIN

**CITIZEN, BIRTH DATE AND PLACE:** TURKISH, 30/04/1962, DENIZLI/TURKEY

**DOMICILE:** KEMER PARK EVLERI 24 YUCEL SOKAK GOKTURK 34077 EYUP ISTANBUL TURKEY

**UNIVERSITY:** MIDDLE EAST TECHNICAL UNIVERSITY/ANKARA/TURKEY

FACULTY OF ADMINISTRATIVE SCIENCES/BUSINESS ADMINISTRATION

GRADUATION:1987/BS DEGREE

### **PROFESIONAL EXPERIENCE:**

<b>YEARS</b>	<b>COMPANY</b>	<b>TITLE</b>	<b>SUPERVISOR</b>
1987-1992	INTERBANK	MGMT TRAINEE/INT. AUDITOR/ACC OFFICER	
1992-1994	MARMARABANK	CREDIT MARKETING MANAGER	
1994-1995	KENTBANK	CREDIT MARKETING MANAGER	
1995-1996	FINANSBANK	CREDIT MARKETING DIRECTOR	
1996-1998	DEMIRBANK	BRANCH MANAGER	
1998-2005	DISBANK	BRANCH MNG/COO/DEPUTY CEO/CEO	BRSA <sup>1</sup> /CMB <sup>2</sup>
2005-2007	FORTIS BANK TURKEY	CEO	BRSA <sup>1</sup> /CMB <sup>2</sup>
2007-2009	DOGAN NEWSPRINT MEDIA	CEO	CMB <sup>2</sup>

<sup>1</sup>BRSA : BANKING REGULATION&SUPERVISION AGENCY

<sup>2</sup>CMB : CAPITAL MARKETS BOARD OF TURKEY

18.03.2019 

YEARS	COMPANY	TITLE	SUPERVISOR
2009-2017	YAPI KREDI BANKASI	CEO/CHAIRMAN OF EXCO*	BRSA <sup>1</sup> /CMB <sup>2</sup>
2010-2017	KOC FINANCIAL SERVICES(1)	CEO/CHAIRMAN OF EXCO	
2011-2017	KOC HOLDING	PRESIDENT BANKING&INSURANCE GROUP	CMB <sup>2</sup>
2018-PRESENT	MIGROS TURKEY	MEMBER/SUPERVISORY BOD	CMB <sup>2</sup>
2018-PRESENT	DOGAN HOLDING	MEMBER/SUPERVISORY BOARD	CMB <sup>2</sup>
2018-PRESENT	ECZACIBASI HOLDING	MEMBER/SUPERVISORY BOARD	
2018-PRESENT	UCI RUSSIA	MEMBER/SUPERVISORY BOARD	CENTRAL BANK RUSSIA

(1) Please see below detailed info:

August 2011 – 29 December 2017 as the President of Koç Holding's Banking and Insurance Group, responsibilities and relevant Supervisors:

YEARS	COMPANY	TITLE	SUPERVISOR
2009 – 2017	YAPI KREDI INVEST	CHAIRMAN	CMB <sup>2</sup>
2009 – 2017	YAPI KREDI LEASING	CHAIRMAN	BRSA <sup>1</sup>
2009 – 2017	YAPI KREDI FACTORING	CHAIRMAN	BRSA <sup>1</sup>
2009 – 2017	YAPI KREDI BANK NEDERLAND NV	CHAIRMAN	DE NEDERLANDSCHE BANK
2009 – 2017	YAPI KREDI BANK AZERBAIJAN	CHAIRMAN	CENTRAL BANK OF AZ
2009 – 2017	YAPI KREDI BANK MOSCOW	CHAIRMAN	CENTRAL BANK OF RUSSIA
2011 --2014	YAPI KREDI INSURANCE/PENSION	CHAIRMAN	ROT TREASURY <sup>3</sup>
2014 – 2017	YAPI KREDI BANK MALTA	CHAIRMAN	MFSA <sup>4</sup>
2011 – 2017	YAPI KREDI KORAY REAL ESTATE INV TRUST	CHAIRMAN	CMB <sup>2</sup>
2011 – 2017	BANQUE DE COMMERCE ET DE PLACEMENTS S.A.	VICE CHAIRMAN	FINMA <sup>5</sup>

<sup>1</sup>BRSA : BANKING REGULATION&SUPERVISION AGENCY

<sup>2</sup>CMB : CAPITAL MARKETS BOARD OF TURKEY

<sup>3</sup>ROT TREASURY : REPUBLIC OF TURKEY MINISTRY OF TREASURY&FINANCE

<sup>4</sup>MFSA: MALTA FINANCIAL SERVICES AUTHORITY

<sup>5</sup>FINMA : SWISS FINANCIAL MARKET SUPERVISORY AUTHORITY

18.03.2019 

\*CHIEF EXECUTIVE OFFICER (CEO)

#### ROLES AND RESPONSIBILITIES

THE CHIEF EXECUTIVE OFFICER (CEO) IS ULTIMATELY RESPONSIBLE FOR THE MANAGEMENT, FOR ANY AND ALL TRANSACTIONS AND PROCEDURES AND FOR THE ATTAINMENT OF OVERALL OBJECTIVES OF THE BANK, ACCORDING THE DELEGATION OF RESPONSIBILITIES DETERMINED BY BOARD OF DIRECTORS.

IN ADDITION TO THIS, CEO ALSO;

IS RESPONSIBLE FOR INSTRUCTING AND PROVIDING NECESSARY MANAGEMENT DIRECTIVES IN ANY AND ALL THE TRANSACTIONS AND PROCEDURES OF THE BANK FOR THE EXECUTION AND FOLLOW-UP OF THE BOARD OF DIRECTORS DECISIONS;

IDENTIFIES THE STRATEGIES CONCERNING THE OVERALL OBJECTIVES OF THE BANK TO BE SUBMITTED TO THE BOARD OF DIRECTORS FOR APPROVAL;

IN PARTICULAR, THE CEO IS OBLIGED TO ADVISE AND REPORT TO THE BOARD OF DIRECTORS AT ANY STAGE AND UPON REQUEST OF THE BOARD OF DIRECTORS ANY DETAILS OF ANY AND ALL AGREEMENTS AND CONTRACTS CONCLUDED BETWEEN THE BANK AND ANY COMPANY OF (INCLUSIVE OF MAJOR SHAREHOLDERS, UNICREDIT GROUP AND KOÇ GROUP) OR MAIN SHAREHOLDER OF THE BANK OR ANY SUBSIDIARIES OR AFFILIATES OF THE SHAREHOLDERS OF THE BANK;

EVALUATES AND APPROVES THE DEPUTY CEO PROPOSALS (INCLUDING THE BUSINESS PLAN) TO BE SUBMITTED TO THE BOARD OF DIRECTORS IN TERMS OF ORGANIZATIONAL SET-UP, RISKS, SIGNIFICANT EXPENSES, TERRITORIAL EXPANSION PLAN, OPERATIONS ON CAPITAL, DIVIDEND POLICIES, TAX POLICIES AND FINANCIAL STATEMENT POLICIES;

FOLLOWS UP THE EXECUTION OF THE DECISIONS TAKEN BY THE BOARD OF DIRECTORS;

SUPERVISES THE HEAD OFFICE AND SETS OUT SUITABLE DRAFT SIGNATURE CIRCULARS (INCLUDING POWERS ASSIGNED TO EXECUTIVES AND OTHER KEY EMPLOYEES, IDENTIFYING DUTIES AND RESPONSIBILITIES FOR EACH OF THEM) AND INTERNAL ORGANIZATION POLICIES AND PROCEDURES OF THE COMPANY TO BE APPROVED BY THE BOARD OF DIRECTORS;

IDENTIFIES THE MAIN BUSINESS RISKS, SUBMITTING THEM TO THE ATTENTION OF THE BOARD OF DIRECTORS FOR ANALYSIS AND ENSURES THE IMPLEMENTATION OF THE DIRECTIVES OF THE BOARD THROUGH THE DESIGN, MANAGEMENT AND MONITORING OF INTERNAL CONTROL SYSTEMS;

IS THE ULTIMATE RESPONSIBLE FOR THE APPOINTMENT, TRANSFER, GRATIFICATION, PUNISHMENT AND DISMISSAL OF ALL EMPLOYEES AND STAFF MEMBERS OF THE BANK (EXCEPT FOR THE APPOINTMENT OF FIRST LINE EXECUTIVES WHO ARE RECOMMENDED BY THE CEO, BUT APPOINTED BY THE BOARD OF DIRECTORS);

LEADS THE COLLEGIALLY AND TRANSPARENCY OF THE PROCESS OF DETERMINATION OF THE SALARIES AND REMUNERATIONS, IN LINE WITH BOARD OF DIRECTORS GUIDELINES;

ACTS AS CHAIRMAN OF THE EXECUTIVE COMMITTEE AND ENSURES ITS FUNCTIONING.

18.03.2019 

## Curriculum Vitae

**Name:** Ľuboslava Uram  
**Date and Place of Birth:** 19.3.1975, Nová Baňa,  
Slovak Republic

**Permanent Residency Address:** Hrachová 16B  
821 05 BRATISLAVA  
Slovak Republic

**Temporary Residency Address:** Hollandstrasse 18, TOP22  
1020 Vienna  
Austria

**Nationality:** Slovak

**Education Background:**

<b>1993 – 1998</b>	University of Economics Bratislava Faculty of Economic Informatics Master Degree in Applied Statistics
<b>1989 – 1993</b>	High School - Gymnázium Františka Švantnera, Nová Baňa
<b>1985 – 1989</b>	Primary School, Žarnovica, Slovak Republic
<b>1981 – 1985</b>	Primary School, Voznica, Slovak Republic

### Professional Experience:

#### UniCredit S.p.A., Zweigniederlassung Wien

Rothschildplatz 4, 1020 Vienna, Austria

CEE COO

July 2019 – today

- Responsible for governance and steering of COO function in CEE Commercial Banking as well in all CEE Legal Entities incl. Organisation, ICT, Procurement, Real Estate and Logistics, Operations, Cost Management, Outsourcing Management, Security
- Reporting to Head of CEE Commercial Banking, managerial level – UniCredit Group Management Board - 2
- Number of employees in managed structure – 50, functional reporting fo Heads of GBS in legal entities in CEE
- Ensuring the development and monitoring the execution of the operative, budget and technical plans in compliance with the commercial targets of CEE COO
- Responsible for the preparation and execution of the delegated budgets (including the FTE budget).

 24/7/2019

**UniCredit Services GmbH,  
Rothschildplatz 4, 1020 Vienna, Austria**

CEE CIO

July 2019 – today


- Responsible for delivery of shared CEE IT Services to all CEE legal entities (11 countries) and local IT Services for UniCredit Czech Republic and Slovakia, Unicredit Hungary
- Managing teams located in 7 different countries, which were responsible for design, development, implementation and maintenance of CEE Core Banking system, Domestic and Foreign Payments Systems, Card Management System, Public Websites, Internet and Mobile Banking, Integration ESB Layer, Local Competence Centres in Czech Republic, Slovakia, Hungary
- Reporting to CEE CIO, managerial level – UniCredit Services Management Board
- Number of employees in managed structure – 380
- Responsible for timely project organisation and delivery, maintenance and assurance of internal and customer SLA levels,
- Ensuring the development and monitoring the execution of the operative, budget and technical plans in compliance with the commercial targets of CEE CIO
- Defining IT Strategy for CEE CIO perimeter, co-defining and participating in definition of IT Strategy of UniCredit Services
- Responsible for the preparation and execution of the delegated budgets (including the FTE budget).
- Responsible for the adherence to the legislation and the approved Group policies, internal regulations and standards within the organizational units, that he/she is in charge of.
- Responsible for the development and execution of the necessary measures for improvement of the organization and efficiency of the processes within the Division

**UniCredit Services GmbH,  
Rothschildplatz 4, 1020 Vienna, Austria**

Head of CEE Delivery

January 2018 – June 2019

- Responsible for delivery of shared CEE IT Services to all CEE legal entities (11 countries)
- Managing teams located in 7 different countries, which were responsible for design, development, implementation and maintenance of CEE Core Banking system, Domestic and Foreign Payments Systems, Card Management System, Public Websites, Internet and Mobile Banking, Integration ESB Layer
- Reporting to CEE CIO, managerial level – UniCredit Services Management Board - 1
- Number of employees in managed structure – 290
- Responsible for timely project organisation and delivery, maintenance and assurance of internal and customer SLA levels
- Ensuring the development and monitoring the execution of the operative, budget and technical plans in compliance with the commercial targets of CEE CIO
- Responsible for the preparation and execution of the delegated budgets (including the FTE budget).
- Responsible for the adherence to the legislation and the approved Group policies, internal regulations and standards within the organizational units, that he/she is in charge of.
- Responsible for the development and execution of the necessary measures for improvement of the organization and efficiency of the processes within the Division.

 24/7/2019

**UniCredit Bulbank AD,  
7, Sveta Nedelya Square, 1000 Sofia, Bulgaria**

**SA: Bulgarian National Bank**

Head of Global Banking Services Division, Member of the Management Board

August 2014 – December 2017

- Responsible for Global Banking Services division covering – ICT, Procurement, Real Estate and Logistics, Organisation, Operations
- Reporting to COO of the bank, managerial level - Management Board
- Number of employees in managed structure – 630
- Leading Global Banking Services Division (GBS) and manages the efficient collaboration with the other Bank organizational units in compliance with the overall business strategy
- Giving guidelines and monitoring the activities within ICT Management Department, Operations Department, Real Estate and Logistics Department, Organization Department and Procurement Department.
- Ensuring the development of the necessary directives, policies, standards, rules and regulations for the activities within GBS aiming at sustainable business development.
- Ensuring the development and monitoring the execution of the operative, budget and technical plans in compliance with the commercial targets.
- Coordinating the Bank Project Portfolio and the Bank Applications Portfolio and Technical infrastructure in compliance with the Bank commercial targets.
- Responsible for the preparation and execution of the delegated budgets (including the FTE budget).
- Participating in the collective bodies according to the internal regulations (Cost Committee, Project Portfolio Committee and etc.)
- Responsible for the adherence to the legislation and the approved Group policies, internal regulations and standards within the organizational units, that he/she is in charge of.
- Analysing and reporting the reports the results from the Division's activities.
- Responsible for the development and execution of the necessary measures for improvement of the organization and efficiency of the processes within the Division.
- Responsible for the successful fulfilment of the key processes within the human resources management area – Performance management, Talent management, Analysis of training needs and etc.
- Supporting the creation of environment that enables the human resources development within the Division.
- Reporting to the Bank Management for identified risk in the area, for which he/she is in charge of, and proposes the respective prevention measures.


**UniCredit Banka Slovenija D.D.,  
Smartinska Cesta 140, 10000 Ljubljana, Slovenia**

**SA: The Bank of Slovenia**

Head of Global Banking Services Division

September 2012 – July 2014

- Responsible for Global Banking Services division covering – ICT, Procurement, Logistics, Real Estate, Cost Management, Organisation, Operations, Chief Security Office
- Reporting to CEO of the bank, managerial level Management Board -1
- Participating member of Management Board without voting rights, member of Cost Committee, Operational Risk Committee, ALCO committee, BCM committee
- Number of employees in structure - 130
- Reporting to CEO, 6 direct reports, acting Head of Operations

 24/7/2019

- Budgeting, planning, forecasting and control of all Non-HR related costs of the bank and all investments, full responsibility of managing Non-HR costs of the bank and subsidiaries
- Participating in all official bodies of the bank including Cost Committees, Operational Risk Committee, Internal Control Business committee etc.
- Ensuring strategic objectives shaped at Executive Management level to be translated into tactical business plans with mechanisms for key measurements in place to monitor progress
- Ensuring that business change projects are delivered in line with directions from Management Board level.
- Coordinating the efforts of the different operational areas under management to ensure minimal duplication of efforts, maximum efficiency and with minimum costs for value
- Rebalancing resources between different areas e.g. reallocating headcount or budgets, but within overall approved resources for the year
- Contributing to the development of business strategy for the next 2-3 years by providing a view on potential improvements for products or services and an assessment of the existing situation and anticipated changes in the external environment
- As Chief Process Officer assuring effectiveness of processes and systems in use in general and recommend corrective action or automation
- Ensuring that a proper infrastructure (building, systems and staff complement) is maintained and developed for the bank
- Working with managers in the team to achieve excellent business results through continuous people development and mentoring activities
- Ensuring the development of a high-performing team through embedding formal Performance Development and informally coaching management team on how to conduct the process effectively
- Monitoring the strict adherence to governance principle and legislation compliance in the division
- Determining and analysing training and development needs for managers and ensure they do the same for their teams, ensuring that identified training is budgeted for and executed
- Cooperating on key group project – Integration of UniCredit Bank Czech Republic and Slovakia as responsible for ICT Data Warehousing strategy and execution plan

**UniCredit Bank Slovakia a.s,**  
**Sancova 1/A, 813 33 Bratislava, Slovakia**

**SA: Národná banka Slovenska (NBS)**

Head of Change Management and ICT Support Department

December 2010 – August 2012

- Responsible for Project Management, Process Management and ICT support activities
- Reporting to Head of Global Banking Services, managerial level Management Board -2
- Number of employees in structure - 23
- Definition of the bank ICT strategy and alignment with group ICT vendor and holding structure
- Demand portfolio management
- Portfolio Management of ICT changes related to development and enhancement of local DWH based on SAS technology
- Project management of the Optimization of SME lending processes
- Quality Assurance in the project of implementation of electronic archive Vendor management and regular cooperation with major outsourcing vendor – implementation of standard procedures and policies after ICT outsourcing according to ITIL best practice
- Management of Cost and investment budget related to ICT and Operations
- Participation on international project of CRM implementation in Serbia, Bulgaria, Romania, Russia as quality assurance for area of SAS Data Mart design and implementation
- Reporting to Management board member – Head of Global Banking Services

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- Management spam – 3 direct reports, 20 – 25 people in the department

**UniCredit Bank Slovakia a.s.,  
Sancova 1/A, 813 33 Bratislava, Slovakia**

**SA: Národná banka Slovenska (NBS)**

Head of Change Management and Process Management Unit

February 2010 – December 2010

- Reporting to Head of Department, managerial level Management Board -3
- Number of employees in structure - 7
- Application of structured methodology for project and portfolio management and leading change management activities across the bank
- Managing Demand portfolio, project managers and direct project management for key projects in the bank
- Consult and coach project teams
- Support organizational design and definition of roles and responsibilities
- Overall management of Demand portfolio budget and schedule
- Alignment of priorities and resources with key stakeholders in bank management
- Quality assurance for key projects, participation in steering committees and project bodies
- Reporting to Management Board – 1 level – Head of department
- Management spam – 6 – 8 direct reports – project managers and process managers

**Capgemini Slovensko, s.r.o.,  
Prievozská 1570/2, 821 09 Bratislava, Slovakia**

Managing Consultant

November 2008 – January 2010

- Defining strategy of the local consulting team in area of Business Intelligence
- Preparation of yearly budget, regular management of forecast, consulting revenues pipeline, invoicing and reconciliation for dedicated area
- Active consulting in area of Business Intelligence for key Slovakian financial institutions and telecommunication companies
- Defining, planning, managing and delivering projects focused on data warehousing, data mining and business intelligence
- Delivering trainings and mentoring junior consultants
- Reporting to CEO, managing team of 6 – 8 consultants

**SAS Slovakia s.r.o.,  
Lazaretská 12, 81108 Bratislava, Slovakia**

Commercial Director

November 2007 – October 2008

- Overseeing company needs, handling daily business issues and managing company profitability, software and services sales revenues
- Communicating and negotiating with clients and business partners in order to assure customer satisfaction and service delivery
- Defining and implementing strategic sales activities, pre-sales actions and public relations
- Working with sales manager and sales team to ensure compliance with company contract and pricing strategy

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- Representing company in implementation project related bodies like Steering committees and Advisory boards together with clients key representatives
- Working with partners and vendors to assure relevant level of resources and knowledge
- Reviewing, scrutinizing, and developing operational process flows
- Ensuring that the financial aspects and impact of a contracts are clear to all parties, reflecting in company budget, forecast and P&L
- Ensuring that all stakeholders, such as administration, operations, and finance understand and adhere to business obligations; reflecting them accurately
- Sole legal representative of the company
- Reporting to CEE Regional Manager, 5 direct reports

**SAS Slovakia s.r.o.,**  
**Lazaretská 12, 81108 Bratislava, Slovakia**  
 Professional Services Manager  
 July 2001 – October 2007

- Responsible for successful delivery of client project work assigned to Professional Services team and sub-contractors, partnering companies
- Hire, develop and manage 10-25 consultants and ensure projects are completed on time, within budget and with the highest consistent quality
- Managing consultants so that each achieves the billing target, budgeting overall services revenues, regular forecasting, management and invoicing, defining pricing strategy and plan, managing profitability of the department
- Serving as escalation point for clients to ensure high quality deliverables, solutions and client management on projects
- Collaborating with the sales and technical support to maximize growth opportunities and customer satisfaction
- Developing and maintaining deep customer contacts – serving as project and account manager for key clients – UniCredit Bank and OTP Bank
- Achieving and maintaining assigned Certifications and needed credentials for self and team
- Leading/participating in employee recruiting, training and development efforts as assigned so as to create the highest quality consulting organization in the industry
- Serving as a role model in project management, best practice sharing, proactive actions and creative problem solving activities
- Mentoring assigned employees and new hires to develop their full potential, to ensure adoption of methodology and delivery of quality of work, and to ensure that company objectives are met
- Proactively anticipating problems or opportunities and mobilize colleagues to development creative, lasting solutions.
- Representing the company with the highest standards and preparation at assigned events or other forums.
- Acting as legal representative of the company

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**SAS Slovakia s.r.o.,  
Lazaretská 12, 81108 Bratislava, Slovakia**

Consultant

July 1998 – June 2001

- Gathering requirements from the business or IT management for BI tools and translating requirements into prototype processes, user interfaces, data sources, queries, codes and dashboards
- Integrates new BI tools into existing or new systems, including designing data mining model for credit scoring and loyalty programs
- Recommending changes or removal of tools to the IT steering committee, IT management and end users for updates
- Mentoring BI and IT teams on BI Tools and solution methods, best practices, and applications
- Creating and providing firm-wide training and documentation on BI Tools and solutions
- Supporting Sales team in identifying sales opportunities, qualification of the needs and participation on the sales process

#### **ITIL Qualification**

ITIL Intermediate Level, Service Strategy

ITIL Intermediate Level, Planning, Protection and Optimization

ITIL V3 Foundation

#### **Certificate, PRINCE2 Foundation course, CUPE Ltd., Bournemouth**

Holding PRINCE2 Foundation Certificate No. 00113353-01-4CFB

#### **UniCredit Development Program – UniFuture**

#### **UniCredit Development Program – Lead the Change**

### **LANGUAGE KNOWLEDGE**

<b>English</b>	Full professional proficiency
<b>German</b>	Good command
<b>Slovenian</b>	Basic communication skills
<b>Russian</b>	Basic communication skills
<b>Bulgarian</b>	Basic communication skills
<b>Czech</b>	Limited working proficiency

 24/7/2019

# Antoaneta Curteanu



## INFORMATII PERSONALE

### DATA & LOCUL NASTERII

1 Mai, 1968

Bucuresti, Romania

### ADRESA

Strada Hatisului 9, bl. H10, sc.1, apt.  
3, Bucuresti, sector 2, cod 73534,  
Romania

### TELEFON

(0040) 723 506 706

### SITUATIE CIVILA

casatorita, un copil

### NATIONALITATEA

Romana

Permis conducere cat. B din 1989

## REALIZARI PROFESIONALE

- Contributia cu succes in echipa de proiect responsabila cu **integrare a celor trei banci** care au format Banca UniCredit Tiriac in 2007.

- Implementarea proiectului „**Corporate Boosting Revenues**”, impreuna cu echipa McKinsey in 2008, cu contributie remarcabila la cresterea veniturilor in toate segmentele de clienti corporate.

## EXPERIENTA

**Head of Corporate Investment Banking and Private Banking, membra a Consiliului de Administratie, UniCredit Bulbank, (Bulgaria, 7 Sv.Nedelya sq. 1000 Sofia),**

*Autoritatea de supraveghere – Banca Nationala a Bulgariei, (1, Knyaz Alexander I Sq., 1000 Sofia, Bulgaria)*

Mai 2016 – prezent

- Responsabila cu implementarea strategiei Diviziei Corporate Investment Banking si Private Banking (CIB&PB) si realizarea planului comercial multianual, in concordanta cu planul „Transform” al grupului si cu obiectivele stabilite de Consiliul de Supraveghere;
- Raportare la CEO/Deputy CEO, coordonare a 550 de angajati;
- Membra a Consiliului de Supraveghere a UniCredit Leasing Bulgaria (UCL); direct responsabila cu implementarea planului de afaceri si obtinerea indicatorilor planificati, UCL are raportare directa la CIB&PB;
- Presedinte al Directoratului UniCredit Factoring Bulgaria (UCF) – responsabila de coordonarea si controlul activitatilor companiei de factoring si indeplinirea planului de afaceri; UCF are raportare directa la CIB&PB;

### Chief Executive Officer, UniCredit Leasing Corporation IFN SA

(Bucuresti, Str.Ghetarilor 23-25, sector 1)

Iulie 2010 – Aprilie 2016 – *Autoritatea de supraveghere BNR*

- Responsabila cu realizarea strategiei de afaceri a companiei conform cu deciziile Consiliului de Supraveghere si liniilor directoare ale Grupului UniCredit;
- Conducerea activitatii curente a companiei, a tranzactiilor, asigurand promovarea culturii riscului in luarea deciziilor si integrarea operatiunilor cu banca UniCredit conform planurilor multianuale ale Grupului;
- Dezvoltarea echipelor si managementul a 260 de angajati, asigurarea sustenabilitatii rezultatelor financiare prin cresterea satisfactiei clientilor;
- Pastrarea solidei reputatii a grupului UniCredit, precum si a pozitiei de leader in piata leasingului financiar;

### Deputy Head of Corporate Investment Banking & Private Banking Division and Global Transactioning Director, UniCredit Tiriac Bank

(Romania, Bd.Expozitiei nr.1F, sector 1, Bucuresti)

Iunie 2007 – Iunie 2010 – *Autoritatea de supraveghere BNR*

- Responsabila cu elaborarea si implementarea strategiei de vanzari si marketing, precum si indeplinirea bugetului de Corporate in cooperare directa cu membrul Consiliul de administratie;
- Coordonarea retelei de sucursale pentru activitatea de Corporate in vederea obtinerii indicatorilor planificati;
- responsabila cu politica de preturi, produse si respectarea costului

12/09/2019

- Absolventa a „MBA for Bankers” cursuri de master organizate de **SDA Bocconi**, impreuna cu UniCredit in 2005.

- **Presedinte ALB – Asociatia Societatilor Financiare, 2011-2014**, coordonarea eforturilor membrilor pentru imbunatatirea standardelor industriei financiare (Leasing si Credit de Consum), implementarea codului de conduita si a culturii de conformitate, reprezentarea Romaniei la Federatiile Europene de profil: LeaseEurope si Eurofinans

- Co-autor al cartii „**Factoringul in comerțul international**” impreuna cu profesorul Caraiani.

- **Membru activ al asociatiei European Professional Woman Network (EPWN) in Romania**

- Finalizarea cu succes a numeroase tranzactii financiare si proiecte din sectoare economice diverse, achizitia de noi clienti corporate si **cresterea cotei de piata a Bancii UniCredit in Romania**

- Dezvolarea si sustinerea in **cariera a mai multor generatii de specialisti bancari si manageri de succes din piata.**

de risc asumat;

- coordonarea directa a activitatii Diviziei Global Transactional Banking (GTB): Cash Management, Factoring, Trade Finance, Financial Institutions & Correspondent Banking, Custody, Product Development, Structured Trade & Export Finance, avand o echipa de cca 50 de angajati;

**Vice Presedinte Executiv responsabil cu activitatea de Corporate, UniCredit Romania SA** (Bucuresti, Splaiul Unirii nr.16, sector 3)

Mai 2005 - Mai 2007 - *Autoritatea de supraveghere BNR*

- Membra a Consiliului de administratie responsabila cu implementarea obiectivelor de afaceri pentru Corporate si respectarea strategiei decise de Consiliul de Supraveghere;

- Membra a Consiliului de Administratie a UniCredit Securities;

- Responsabila cu implementarea strategiei de vanzari si obtinerea rezultatelor comerciale planificate anual prin coordonarea unei echipe de cca 120 de angajati;

- Responsabila cu atingerea obiectivelor de crestere a veniturilor, a cotei de piata, cresterea numarului de clienti, a volumelor de depozite si credite; cu pastrarea calitatii portofoliului in indicatorii aprobati;

**Deputy Managing Director, UniCredit Romania SA**

(Bucuresti, Splaiul Unirii nr.16, sector 3)

Octombrie 2004 - Aprilie 2005 - *Autoritatea de supraveghere BNR*

- Responsabila cu Divizia de Risc – acordare, monitorizare si recuperare credite; riscul de piata, de investitii si riscul operational – in perioada integrarii bancilor UniCredit/HVB/Banca Tiriac

- Responsabila de Organizare & Proceduri, Control Intern si Conformitate;

**Corporate Network Manager, UniCredit Romania SA**

(Bucuresti, Splaiul Unirii nr.16, sector 3)

Februarie 2004 - Septembrie 2004 - *Autoritatea de supraveghere BNR*

- Responsabila cu extinderea retelei de sucursale la nivel national;

- Stabilirea planului de afaceri regional si atingerea obiectivelor comerciale ale sucursalelor pentru clientii Corporate in conformitate cu indicatorii asumati;

- Monitorizarea performantelor fiecarui centru de profit, optimizarea proceselor de vanzari, a produselor si eficientizarea activitatilor la nivelul retelei conform obiectivelor Grupului;

**Director Regional Bucuresti, UniCredit Romania SA**

(Bucuresti, Splaiul Unirii nr.16, sector 3)

Octombrie 2003 - Februarie 2004 - *Autoritatea de supraveghere BNR*

- Responsabila cu coordonarea sucursalelor, implementarea strategiei de vanzari si marketing si cresterea portofoliului de clienti in Bucuresti;

- Conducerea activitatii curente a retelei din Bucuresti in vederea indeplinirii obiectivelor comerciale si financiare cu incadrarea in costul de risc asumat de Group, respectiv pastrarea calitatii portofoliului;

 12/09/2019

**Main Branch Manager, UniCredit Romania SA**

(Bucuresti, Splaiul Unirii nr.16, sector 3)

Februarie 2000 – Septembrie 2003 - *Autoritatea de supraveghere BNR*

- Responsabila cu coordonarea Sucursalei „Principale” din Bucuresti si realizarea obiectivelor comerciale planificate;
- Implementarea strategiei de marketing si vanzari pentru cresterea portofoliului in conformitate cu competentele aprobate si costul de risc acceptat de Grup;
- Cresterea cotei de piata in Bucuresti;

**LIMBI STRAINE**

**Engleza:** Avansat  
**Italiana:** Intermediar  
**Spaniola:** Intermediar

**Senior Relationship Manager, UniCredit Romania SA**

(Bucuresti, Splaiul Unirii nr.16, sector 3)

Aprilie 1999 - Februarie 2000 - *Autoritatea de supraveghere BNR*

- Responsabila de administrarea unui portofoliu de companii mari si obtinerea rezultatelor comerciale planificate anual;

**Head of Documentary Credits Department, UniCredit Romania SA (former DemirBank)** (Bucuresti, Splaiul Unirii nr.16, sector 3)Ianuarie 1998 - Aprilie 1999 - *autoritatea de supraveghere BNR*

- Coordonarea activitatii de Tranzactii Documentare (Letters of Credit, Letters of Guarantee and Documentary Incasso) pentru operatiunile de import/export ale clientilor bancii, in conformitate cu practicile internationale de comert;

**COMPUTER SKILLS**

Operating Systems  
 Windows 2000, NT, XP,  
 Word, Excel, Power Point,  
 E-mail, Internet

**Export Department Manager, Commercial Bank “ION TIRIAC”, International Division** (Bucuresti, Splaiul Unirii nr.16, sector 3)Martie 1996 - Ianuarie 1998 - *Autoritatea de supraveghere BNR*


- Coordonarea activitatii de Tranzactii Documentare de export pentru clientii din portofoliul bancii.
- Avizarea, confirmarea si controlul documentelor de export in cadrul acreditivelor documentare, precum si coordonarea activitatii de Incasso Documentar de export conform practicilor internationale de comert;

**Documentary Credits Specialist, Commercial Bank “ION TIRIAC”, International Division** (Bucuresti, Splaiul Unirii nr.16, sector 3)Septembrie 1993 - Martie 1996 - *Autoritatea de supraveghere BNR*

- Responsabila cu acreditivele de export si Incasso-urile documentare pentru clientii bancii;
- avizarea, confirmarea acreditivelor, verificarea documentelor comerciale de export, modificarea conditiilor si termenilor acreditivelor, corespondenta cu bancile externe si incasarea aferenta a contravalorii documentelor. Solutionarea discrepantelor aferente si consilierea clientilor pentru tranzactiile internationale;

**Payment Order Specialist, Commercial Bank “ION TIRIAC”, International Division** (Bucuresti, Splaiul Unirii nr.16, sector 3)August 1991 - Septembrie 1993 - *Autoritatea de supraveghere BNR*

- responsabila cu activitatea de plati externe, intocmirea mesajelor

12/09/2019 

telex in conformitate cu instructiunile clientilor;

**Contabil, METALOGLOBUS, Bucuresti**

Septembrie 1986 – August 1991

- responsabila cu calculatia costurilor (ante si post calculatie) la fabrica de jucarii

**STUDII**

Aprilie 2017 „**Business Leaders for Transform**” IMD Lausanne

Aprilie - Junie 2016 „**EMERITUS**” **Conducerea prin Valori** - asociatia Erudio;

Sept - Nov 2010 „**Erisma**” **Leadership Creativ** – asociatia Erudio

Mai 2003 - Februarie 2004 **Master “Young Talents Programme”**, **SDA Bocconi** University and UCI Group

Februarie 1999 **Risk Management on loans**, Istanbul, Interconsult Ltd  
Septembrie 1996 - Februarie 1997 English course “**Money Matters**” held by Linguaphone Institute London, Chamber of Commerce London/Cornelsen & Oxford

Septembrie 1996 “**International Payments**” Seminar by Citibank

1994-1996 **U.S.A. Graduate School of Banking** at Louisiana State University, **Master Degree in Banking 96**


Junie 1994 **Trust Company Bank of South Georgia, Albany GA, USA**, “**trainee**” in diferite departamente ale bancii (risk, conformitate, front office)

Noiembrie 1993 IBR and Deutsche Bank “**Payment System**” Seminar

Decembrie 1992 Austrian National Bank Seminar, “**Bank Marketing**”

1986 - 1991 **The Academy of Economic Studies**, Bucharest, Finance and Accounting Faculty, **Master** in Finance and Accounting in 1991, Academic work: “**Cost Calculation**”

1982-1986 „**Julia Hasdeu**” High School Bucharest

 12/09/2019

## SEPTIMIU POSTELNICU

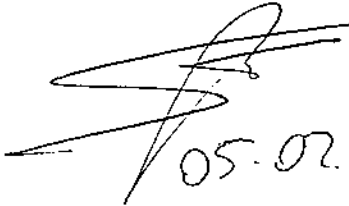
Septimiu Postelnicu is 42 years old and graduated the Academy of Economic Studies, where he has also an MBA title.

He has 22 years of experience in financial services, occupying managerial positions in various business areas - both commercial and operational.

During 2004-2006 he held the Managing Director of HVB Leasing Romania position and during 2006-2008 he was Integration Coordinator for UniCredit Leasing - UniCredit HVB Leasing integration and afterward CEO of UniCredit Leasing Corporation. In 2009 he accepted the challenge of an international experience within UniCredit Group, holding the Head of Global Services position of UniCredit Leasing S.p.A. in Milan, coordinating the Organization, Logistics, IT and Security areas of Central and Eastern Europe.

During all this time he was a member of the Executive Committee and a member of the Supervisory Committee of UniCredit leasing subsidiaries in Ukraine, Slovenia and the Baltic Countries. In 2010, he was appointed Head of Global Banking Services in UniCredit Bank Romania, responsible for IT, Operations, Security & Organizing, coordinating major projects - such as the acquisition of client portfolio from The Royal Bank of Scotland plc – Romania Branch and the transformation and digitization of the bank in Romania.

Starting August 2016, Septimiu Postelnicu took over as Head of Retail Division within UniCredit Bank, and from May 2018 he was appointed Executive Vice-President of the same division.



05.02.2018



## **Annex 5: Changes in Supervisory Board and Management Board composition**

HOTĂRÂREA  
ADUNĂRII GENERALE ORDINARE A ACȚIONARILORUniCredit Bank S.A.  
din data de 25.02.2019

Adunarea Generală Ordinară a Acționarilor UniCredit Bank S.A., persoană juridică română organizată sub forma unei societăți pe acțiuni, administrată în sistem dualist, cu sediul social în București, Bulevardul Expoziției nr. 1F, sectorul 1, România, înregistrată în Registrul Bancar sub nr. RB-PJR-40-011/18.02.1999 și la Registrul Comerțului sub nr. J40/7706/1991, EUID: ROONRC J40/7706/1991, notificare înregistrată la ANSPDCP sub nr. 10964, cod unic de înregistrare RO 361536, (denumită în continuare „Banca”), convoacă Adunarea Generală Ordinară a Acționarilor pentru data de **25.02.2019**, începând cu ora 09.00 la Camera de Comerț și Industrie a României, sala Alexandru Ioan Cuza, etajul 4, situată în București, Bulevardul Octavian Goga, nr. 2, sector 3, în prezența acționarilor înscrși în Registrul acționarilor Băncii la data de referință **11.02.2019**, ce reprezintă 98,6414 % din totalul drepturilor de vot.

Adunarea Generală Ordinară a Acționarilor a fost convocată în mod legal de către Directoratul Băncii prin publicarea convocatorului în Monitorul Oficial al României, partea a IV-a, nr. 353 din data de 23.01.2019 și în ziarul „România Liberă” din data de 25.01.2019 precum și pe pagina de internet a Băncii, potrivit prevederilor art. 117 și art. 117<sup>2</sup> al. 2 din Legea nr.31/1990 privind societățile, republicată, cu modificările și completările ulterioare.

Asupra aspectelor înscrise la **punctul 1** pe ordinea de zi, Adunarea Generală Ordinară a Acționarilor a aprobat, cu **98,6414%** din voturile exprimate de acționarii prezenți sau reprezentați la Adunarea Generală Ordinară a Acționarilor Băncii:

1. Aprobarea numirii domnului Faik Acikalin în funcția de membru al Consiliului de Supraveghere al Băncii, pentru un mandat de 3 ani, respectiv până la data de 25.02.2022. Domnul Faik Acikalin își va exercita responsabilitățile după obținerea aprobării prealabile a Băncii Naționale a României.

Asupra aspectelor înscrise la **punctul 2** pe ordinea de zi, Adunarea Generală Ordinară a Acționarilor a aprobat, cu **98,6414%** din voturile exprimate de acționarii prezenți sau reprezentați la Adunarea Generală Ordinară a Acționarilor Băncii:

2. Aprobarea numirii domnului Pasquale Giamboi în funcția de membru al Consiliului de Supraveghere al Băncii, pentru un mandat de 3 ani, respectiv până la data de

25.02.2022. Domnul Pasquale Giamboi își va exercita responsabilitățile după obținerea aprobării prealabile a Băncii Naționale a României.

Asupra aspectelor înscrise la **punctul 3** pe ordinea de zi, Adunarea Generală Ordinară a Acționarilor a aprobat, cu **98,6414%** din voturile exprimate de acționarii prezenți sau reprezentați la Adunarea Generală Ordinară a Acționarilor Băncii:

3. Luarea la cunoștință a renunțării domnului Heinz Meidlinger la mandatul de membru al Consiliului de Supraveghere al Băncii și, pe cale de consecință, la poziția de Vicepreședinte al Consiliului de Supraveghere al Băncii. Mandatul domnului Heinz Meidlinger va înceta începând cu data următoare zilei primirii de către UniCredit Bank SA, a aprobării prealabile a Băncii Naționale a României pentru domnul Faik Acikalin, ca urmare a desemnării sale în funcția de membru al Consiliului de Supraveghere al Băncii, conform punctului 1 de pe ordinea de zi a prezentei Adunări Generale a Acționarilor. Ulterior încetării mandatului său, domnul Heinz Meidlinger va fi radiat din evidențele Registrului Comerțului.

Asupra aspectelor înscrise la **punctul 4** pe ordinea de zi, Adunarea Generală Ordinară a Acționarilor a aprobat, cu **98,6414%** din voturile exprimate de acționarii prezenți sau reprezentați la Adunarea Generală Ordinară a Acționarilor Băncii:

4. Aprobarea împuternicirii Președintelui Executiv al Băncii, a Prim-Vicepreședintelui Executiv ori a oricărui dintre Vicepreședinții Executivi ai Băncii să semneze orice documente ce vor fi întocmite în baza hotărârii Adunării Generale Ordinare a Acționarilor, precum și să îndeplinească toate acțiunile și formalitățile necesare pentru înregistrarea și/sau publicarea hotărârii Adunării Generale Ordinare a Acționarilor și/sau a oricăror documente, potrivit reglementărilor legale în vigoare. Președintele Executiv al Băncii și, respectiv, oricare dintre Vicepreședinții Executivi ai Băncii pot împuternici oricare 2 (doi) salariați ai Băncii pentru aducerea la îndeplinire a acestui mandat.

Redactată astăzi, 25.02.2019.

**Președinte de ședință**

**Dan Pascariu**

**S.S. INDESCIFRABIL**

**Secretar de ședință**

**Sevastița Drăghici**

**S.S. INDESCIFRABIL**



ROMÂNIA  
UNIUNEA NAȚIONALĂ A NOTARILOR PUBLICI  
SOCIETATE PROFESIONALĂ NOTARIALĂ  
"DURNESCU și Asociații"

Licența de funcționare nr. 249/3526/13.09.2016  
Sediul: Str. Jean Louis Calderon nr. 57, etaj 1 și 2, Sector 2, București  
Tel: 021.331.20.71 / 0723.288.948, Fax: 021.331.20.99,  
e-mail: secretariat@bnpdurnescu.ro

**ÎNCHEIERE DE AUTENTIFICARE NR. 987**  
**ANUL: 2019 LUNA FEBRUARIE ZIUA: 25**

Eu, **IANACHIEVICI ANDRA MIHAELA**, notar public, la cererea părții m-am deplasat la adresa din Mun. București, Bulevardul Octavian Goga nr.2, Sector 3, unde am găsit pe:

- **PASCARIU CORNELIU-DAN**, cetățean român, domiciliat în Mun. București, Sector 1, Str. George Demetrescu Mirea nr.3, ap.1, identificat cu cartea de identitate seria RD nr.643931 emisă de SPCEP S1 biroul nr.2 la data de 19.08.2010, valabilă până la data de 12.05.2070, CNP 1500512400327, în calitate de Președinte de Ședință al Adunării Generale Ordinare a Acționarilor UniCredit Bank S.A. din data de 25.02.2019,

- **DRĂGHICI SEVASTIȚA**, cetățean român, domiciliată în Mun. București, Sector 4, Str. Trestiana nr.3, bl.8B, sc.B et.8, ap.77, identificată cu cartea de identitate seria RX nr.711794 emisă de SPCEP Sector 4 la data de 14.05.2015, valabilă până la data de 05.05.2025, CNP 2630505400402, în calitate de Secretar de Ședință al Adunării Generale Ordinare a Acționarilor UniCredit Bank S.A. din data de 25.02.2019,

care, după ce au citit actul, au declarat că i-au înțeles conținutul, că cele cuprinse în act reprezintă voința lor, au consimțit la autentificarea prezentului înscris și au semnat unicul exemplar.

În temeiul art. 12 lit. b) din Legea notarilor publici și a activității notariale nr. 36/1995, republicată, cu modificările ulterioare,

**SE DECLARĂ AUTENTIC PREZENTUL ÎNSCRIS**

S-a perceput onorariul de 300 lei plus 57 lei TVA cu factura nr.31163/2019.

**NOTAR PUBLIC**  
**IANACHIEVICI ANDRA MIHAELA**  
s.s. indescifrabil/l.s. stampilă notar

**PREZENTUL DUPLICAT S-A ÎNTOCMIT ÎN 6 (ȘASE) EXEMPLARE, DE IANACHIEVICI ANDRA MIHAELA, NOTAR PUBLIC, ASTĂZI, DATA AUTENTIFICĂRII ACTULUI ȘI ARE ACEEAȘI FORȚĂ PROBANTĂ CA ORIGINALUL.**

**NOTAR PUBLIC**  
**IANACHIEVICI ANDRA MIHAELA**



**HOTĂRÂREA****ADUNĂRII GENERALE ORDINARE A ACȚIONARILOR****UniCredit Bank S.A.****din data de 19.09.2019**

Adunarea Generală Ordinară a Acționarilor UniCredit Bank S.A., persoană juridică română organizată sub forma unei societăți pe acțiuni, administrată în sistem dualist, cu sediul social în București, Bulevardul Expoziției nr. 1F, sectorul 1, România, înregistrată în Registrul Bancar sub nr. RB-PJR-40-011/18.02.1999 și la Registrul Comerțului sub nr. J40/7706/1991, EUID: ROONRC J40/7706/1991, cod unic de înregistrare RO 361536, (denumită în continuare „Banca”), a fost convocată pentru data de **19.09.2019**, începând cu ora 09.00 World Trade Center București, situat în București, Piața Montreal, nr.10, sector 1, sala de conferințe "Montreal", în prezența acționarilor înscrși în Registrul acționarilor Băncii la data de referință **02.09.2019**, ce reprezintă **98,6298 %** din totalul drepturilor de vot.

Adunarea Generală Ordinară a Acționarilor a fost convocată în mod legal de către Directoratul Băncii prin publicarea convocatorului în Monitorul Oficial al României, partea a IV-a, nr. 3396 din data de 14.08.2019 și în ziarul „România Liberă” din data de 14.08.2019, precum și pe pagina de internet a Băncii, potrivit prevederilor art. 117 și art. 117<sup>2</sup> al. 2 din Legea nr.31/1990 privind societățile, republicată, cu modificările și completările ulterioare.

Asupra aspectelor înscrise la **punctul 1** pe ordinea de zi, Adunarea Generală Ordinară a Acționarilor a aprobat, cu **100 %** din voturile exprimate de acționarii prezenți sau reprezentați la Adunarea Generală Ordinară a Acționarilor Băncii:

1. Luarea la cunoștință a renunțării domnului Luca Pierluigi RUBAGA la mandatul de membru al Consiliului de Supraveghere al Băncii începând cu data de 01.11.2019.

Asupra aspectelor înscrise la **punctul 2** pe ordinea de zi, Adunarea Generală Ordinară a Acționarilor a aprobat, cu **100 %** din voturile exprimate de acționarii prezenți sau reprezentați la Adunarea Generală Ordinară a Acționarilor Băncii:

2. Numirea doamnei Luboslava URAM în funcția de membru al Consiliului de Supraveghere al Băncii, pentru un mandat de 3 ani, începând cu data de 01.11.2019 până la data de 01.11.2022. Doamna Luboslava URAM își va exercita responsabilitățile după obținerea aprobării prealabile a Băncii Naționale a României.

**UniCredit Bank S.A.**

Bulevardul Expoziției nr. 1F,  
Sector 1, București  
Tel +40 21 200 2020  
e-mail: [infocenter@unicredit.ro](mailto:infocenter@unicredit.ro)

Bancă membră a UniCredit Group - Nr. de ordine  
în Registrul Bancar: RB-PJR-40-011/ 18.02.1999  
- Capital social: 455.219.478,30 RON - Nr. de  
Ordine în registrul Comerțului: J40/7706/1991 -  
Cod unic de înregistrare: 361536 - societate  
administrată în sistem dualist, Cod SWIFT:  
BACXROBU



Asupra aspectelor înscrise la **punctul 3** pe ordinea de zi, Adunarea Generală Ordinară a Acționarilor a aprobat, cu **100 %** din voturile exprimate de acționarii prezenți sau reprezentați la Adunarea Generală Ordinară a Acționarilor Băncii:

Împuternicirea Președintelui Executiv al Băncii și a unuia dintre Vicepreședinții Executivi ai Băncii să semneze orice documente ce vor fi întocmite în baza hotărârii Adunării Generale Ordinare a Acționarilor, precum și să îndeplinească toate acțiunile și formalitățile necesare pentru înregistrarea și/sau publicarea hotărârii Adunării Generale Ordinare a Acționarilor și/sau a oricăror documente, potrivit reglementărilor legale în vigoare. Președintele Executiv al Băncii și, respectiv, oricare dintre Vicepreședinții Executivi ai Băncii pot împuternici oricare 2 (doi) salariați ai Băncii pentru aducerea la îndeplinire a acestui mandat.

Redactată astăzi, 19.09.2019

**Președinte de ședință**

**Dan Pascariu**

**S.S. INDESCIFRABIL**

**Secretar de ședință**

**Sevastița Drăghici**

**S.S. INDESCIFRABIL**

**UniCredit Bank S.A.**

Bulevardul Expozitiei nr. 1F,  
Sector 1, Bucuresti  
Tel +40 21 200 2020  
e-mail: [infocenter@unicredit.ro](mailto:infocenter@unicredit.ro)

Bancă membră a UniCredit Group - Nr. de ordine  
în Registrul Bancar: RB-PJR-40-011/ 18.02.1999  
- Capital social: 455.219.478,30 RON - Nr. de  
Ordine în registrul Comerțului: J40/7706/1991 -  
Cod unic de înregistrare: 361536, societate  
administrată în sistem dualist, Cod SWIFT:  
BACXROBU



ROMÂNIA  
UNIUNEA NAȚIONALĂ A NOTARILOR PUBLICI  
SOCIETATE PROFESIONALĂ NOTARIALĂ  
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e-mail: secretariat@bnpdurnescu.ro

**ÎNCHEIERE DE AUTENTIFICARE NR. 4817**  
**ANUL: 2019 LUNA SEPTEMBRIE ZIUA: 19**

Eu, **IANACHIEVICI ANDRA MIHAELA**, notar public, la cererea părții m-am deplasat la adresa din Mun. București, Piața Montreal, nr.10, Sector 1, sala de conferințe " Montreal", unde am găsit pe:

- **PASCARIU CORNELIU-DAN**, cetățean român, domiciliat în Mun. București, Sector 1, Str. George Demetrescu Mirea nr.3, ap.1, posesor al cărții de identitate seria RD nr.643931 emisă de SPCEP S1 biroul nr.2 la data de 19.08.2010, valabilă până la data de 12.05.2070, CNP 1500512400327, cunoscut personal de notar, în calitate de Președinte de Ședință al Adunării Generale Ordinare a Acționarilor UniCredit Bank S.A. din data de 19.09.2019,

- **DRĂGHICI SEVASTIȚA**, cetățean român, domiciliată în Mun. București, Sector 4, Str. Trestiana nr.3, bl.8B, sc.B et.8, ap.77, posesoare a cărții de identitate seria RX nr.711794 emisă de SPCEP Sector 4 la data de 14.05.2015, valabilă până la data de 05.05.2025, CNP 2630505400402, cunoscută personal de notar, în calitate de Secretar de Ședință al Adunării Generale Ordinare a Acționarilor UniCredit Bank S.A. din data de 19.09.2019,

care, după ce au citit actul, au declarat că i-au înțeles conținutul, că cele cuprinse în act reprezintă voința lor, au consimțit la autentificarea prezentului înscris și au semnat unicul exemplar.

În temeiul art. 12 lit. b) din Legea notarilor publici și a activității notariale nr. 36/1995, republicată, cu modificările ulterioare,

**SE DECLARĂ AUTENTIC PREZENTUL ÎNSCRIS**

S-a perceput onorariul de 300 lei plus 57 lei TVA cu factura nr.36333/2019.

**NOTAR PUBLIC**  
**IANACHIEVICI ANDRA MIHAELA**  
s.s. indescifrabil/l.s. stampilă notar

**PREZENTUL DUPLICAT S-A ÎNTOCMIT ÎN 6 (ȘASE) EXEMPLARE, DE IANACHIEVICI ANDRA MIHAELA, NOTAR PUBLIC, ASTĂZI, DATA AUTENTIFICĂRII ACTULUI ȘI ARE ACEEAȘI FORȚĂ PROBANTĂ CA ORIGINALUL.**

**NOTAR PUBLIC**  
**IANACHIEVICI ANDRA MIHAELA**



**EXTRAS DIN**  
**HOTĂRÂREA CONSILIULUI DE SUPRAVEGHERE**  
**UniCredit Bank S.A.**  
**din data de 11.09.2019**

Consiliul de Supraveghere al UniCredit Bank S.A. ("Banca"), în baza prevederilor Actului Constitutiv al Băncii și a dispozițiilor legale în vigoare și **în conformitate cu informațiile și materialele** prezentate în cadrul ședinței care a avut loc în data de **11.09.2019**,

**Referitor la punctul nr. 04 al ordinii de zi**  
**'Modificări în componența Directoratului UniCredit Bank S.A.'**

**Decide în unanimitate după cum urmează:**

1. Se ia act de încetarea mandatului de Membru al Directoratului Băncii al domnului Septimiu Postelnicu și, pe cale de consecință, de retragerea sa din funcția de Vicepreședinte Executiv al Directoratului Băncii, coordonator al Diviziei Retail, începând cu data de 01.11.2019.
2. Se numește începând cu data de 01.11.2019, în funcția de membru al Directoratului Băncii, Vicepreședinte Executiv, coordonator al Diviziei Retail, doamna Antoaneta Curteanu, cetățean român, născută la data de 01.05.1968, în Mun. București, Sector 3, România, identificată cu CI, seria DP, nr. 164804, emisă la data de 04.05.2015 și valabilă până la data de 01.05.2025.
3. Durata mandatului doamnei Antoaneta Curteanu va fi egală cu durata rămasă până la expirarea mandatului Directoratului Băncii, respectiv până la data de 17.04.2020.
4. Doamna Antoaneta Curteanu va începe să-și exercite atribuțiile de membru al Directoratului Băncii, Vicepreședinte Executiv al Diviziei Retail, numai începând de la data primirii aprobării prealabile din partea Băncii Naționale a României.
5. Pentru a se asigura gestionarea adecvată a activităților în domeniile de activitate corespunzătoare, dacă va fi cazul, începând cu data de 01.11.2019 și până la data la care doamna Antoaneta Curteanu va primi aprobarea prealabilă a Băncii Naționale a României, dl. Marco Cravario, Prim Vicepreședinte Executiv al Directoratului Băncii, va exercita în mod corespunzător și valabil, oricare și toate competențele interne de decizie/ drepturile de semnătură ce aparțin Vicepreședintelui Executiv al Directoratului Băncii, coordonator al Diviziei Retail.
6. Toate mandatele acordate de către domnul Septimiu Postelnicu în calitate de Vicepreședinte Executiv al Directoratului Băncii, coordonator al Diviziei Retail, vor rămâne valabile până la momentul în care vor fi eventual revocate de către Bancă.

**Președinte al Consiliului de Supraveghere**  
Corneliu Dan PASCARIU

**Secretariat General**

Secretar al ședinței: Carmen DURNEA

1 / 1

**UniCredit Bank S.A.**

Bulevardul Expozitiei nr. 1F,  
Sector 1, Bucuresti  
Tel +40 21 200 2020  
e-mail: [infocenter@unicredit.ro](mailto:infocenter@unicredit.ro)

Bancă membră a UniCredit Group - Nr. de ordine  
în Registrul Bancar: RB-PJR-40-011/ 18.02.1999  
- Capital social: 455.219.478,30 RON - Nr. de  
Ordine în registrul Comerțului: J40/7706/1991 -  
Cod unic de înregistrare: 361536 - EUID:  
ROONRCJ40/7706/1991 - Operator de date cu  
caracter personal nr. 10964, societate  
administrată în sistem dualist, Cod SWIFT:  
BACXROBU



**EXTRAS DIN  
HOTĂRÂREA CONSILIULUI DE SUPRAVEGHERE**

**UniCredit Bank S.A.**

**din data de 05.12.2018**

Consiliul de Supraveghere al UniCredit Bank S.A. ("Banca"), în baza prevederilor Actului Constitutiv al Băncii și a dispozițiilor legale în vigoare, având în vedere aspectele hotărâte prin Decizia Consiliului de Supraveghere al Băncii din data de 13.11.2018 și **în conformitate cu informațiile și materialele** prezentate în cadrul ședinței care a avut loc în data de **05.12.2018**,

**Referitor la punctul nr. 04 al ordinii de zi  
'Modificări în structura Directoratului UniCredit Bank S.A.'**

(...)

**Consiliul de Supraveghere aprobă în unanimitate:**

1. Se numește începând cu data de 01.01.2019, în funcția de membru al Directoratului Băncii, Vicepreședinte Executiv, coordonator al Diviziei GBS, domnul Carlo Driussi, cetățean italian, născut la data de 01.01.1978, în Roma, Italia, posesor al pașaportului cu nr. YA7026941, emis la data de 18.11.2014 și valabil până la data de 17.11.2024.
2. Durata mandatului domnului Carlo Driussi va fi egală cu durata rămasă până la expirarea mandatului Directoratului Băncii, respectiv până la data de 17.04.2020.
3. Domnul Carlo Driussi va începe să-și exercite atribuțiile de membru al Directoratului Băncii, Vicepreședinte Executiv al Diviziei GBS, numai începând de la data primirii aprobării prealabile din partea Băncii Naționale a României.
4. Pentru a se asigura gestionarea adecvată a activităților în domeniile de activitate corespunzătoare, conform deciziei Consiliului de Supraveghere din data de 13.11.2018, până la data la care domnul Carlo Driussi va primi aprobarea prealabilă a Băncii Naționale a României, dl. Marco Cravario – Prim Vicepreședinte Executiv al Directoratului Băncii, va exercita în mod corespunzător și valabil, oricare și toate competențele interne de decizie/ drepturile de semnătură ce aparțin Vicepreședintelui Executiv al Directoratului Băncii, coordonator al Diviziei GBS.

**Președinte al Consiliului de Supraveghere**

Corneliu-Dan PASCARU



**Secretariat General**

Secretar al ședinței: Carmen DURNEA



1 / 1

**UniCredit Bank S.A.**

Bulevardul Expozitiei nr. 1F,  
Sector 1, Bucuresti  
Tel +40 21 200 2020  
e-mail: [infocenter@unicredit.ro](mailto:infocenter@unicredit.ro)

Bancă membră a UniCredit Group - Nr. de ordine în Registrul Bancar: RB-PJR-40-011/ 18.02.1999  
- Capital social: 455.219.478,30 RON - Nr. de Ordine în registrul Comerțului: J40/7706/1991 - Cod unic de înregistrare: 361536 - EUID: ROONRCJ40/7706/1991 - Operator de date cu caracter personal nr. 10964, societate administrată în sistem dualist, Cod SWIFT: BACKROBU

To: Supervisory Board of UniCredit Bank S.A./ *Consiliul de Supraveghere al UniCredit Bank S.A.*  
Management Board of UniCredit Bank S.A./ *Directoratul UniCredit Bank S.A.*

Dear Colleagues/ *Stimați colegi,*

I, the undersigned/ *Subsemnatul,*

**SEPTIMIU POSTELNICU**

Hereby inform you about my resignation from my mandate as member of the Management Board of UniCredit Bank S.A. and from my function as Executive Vice-President of the UniCredit Bank S.A., coordinator of the Retail Division, resignation to become effective and mandate to no longer produce effects as of **01.11.2019**./ *Prin prezenta, vă înștiințez cu privire la renunțarea mea la mandatul de membru al Directoratului UniCredit Bank S.A. și la funcția de Vicepreședinte Executiv al UniCredit Bank S.A., coordonator al Diviziei Retail, renunțare care va deveni efectivă iar mandatul urmând să nu mai producă efecte începând cu data de **01.11.2019**.*

Septimiu Postelnicu



Date:/ *Data:* 02.09.2019

To: Supervisory Board of UniCredit Bank S.A./ *Consiliul de Supraveghere al UniCredit Bank S.A.*  
Management Board of UniCredit Bank S.A./ *Directoratul UniCredit Bank S.A.*

Dear Colleagues/ *Stimați colegi,*

I, the undersigned/ *Subsemnatul,*

**MARCO CRAVARIO**

Hereby inform you about my resignation from my mandate as member of the Management Board of UniCredit Bank S.A. and from my function as Prime Executive Vice-President of the UniCredit Bank S.A., resignation to become effective and mandate to no longer produce effects as of **01.01.2020.** / *Prin prezenta, vă înștiințez cu privire la renunțarea mea la mandatul de membru al Directoratului UniCredit Bank S.A. și la funcția de Prim-Vicepreședinte Executiv al UniCredit Bank S.A., renunțare care va deveni efectivă iar mandatul urmând să nu mai producă efecte începând cu data de 01.01.2020.*

Marco Cravario



Date:/ *Data:* 07.11.2019

## **Anexa 6: Financial statements and auditor report**

## **Annex 7: Compliance statement**

**STATEMENT****According to the provisions of article 31 of Accounting Law no. 82/1991**

**“The Consolidated and Separate Financial Statements” of UniCredit Bank S.A. Group (“the Group”) at 31st December 2019** have been drawn in accordance with the provisions of the National Bank of Romania Order no 27/2010 regarding the approval of the Accounting Regulations in accordance to the European Directives, with subsequent updates, for:

Legal Entity: UNICREDIT BANK S.A.

County: 41 - Directia Generala de Administrare Mari Contribuabili, MUN.BUCURESTI

Address: Bucharest, district 1, Expozitiei 1F, tel. 021/200.20.00

Trade Register Number: J40/7706/1991

Ownership type: 34 – Stock company

Main activity (NACE Code): 6419 – Other monetary intermediation

Fiscal Identification Code: RO 361536.

The persons responsible for the management of the Group assume responsibility for the production of the “Consolidated and Separate Financial Statements” at 31st December 2019.

The financial statements have been drawn in accordance with National Bank of Romania Order no 27/2010 regarding the approval of the Accounting Regulations in accordance to the European Directives, with subsequent updates and we confirm that:

- a) the accounting policies applied for the production of the annual consolidated and separate financial statements are in accordance with the applicable accounting regulations;
- b) the annual consolidated and separate financial statements offer a true and fair view of the financial position, of the financial performance and of the other information regarding the activity of the Group.

Executive President,

Catalin Rasvan Radu



Executive Vicepresident,

Philipp Gamauf

