



Information

on events and actions that influence or might influence the activity of the issuer or its securities price according to art.123 of the Law nr.171 from 11.07.2012 and Section 5 from Chapter II, pct.36-37 from Chapter III of the present Regulation

I. General information about the issuer of securities

1. Full and shortened name of the issuer of securities B.C. „VICTORIABANK” S.A.
2. The issuer of securities represents:
 - ✓ a financial institution
 - ✓ an issuer, whose securities are admitted to trading on a regulated market
3. Headquarters, phone number, fax, web page, e-mail address of the issuer of securities MD-2004, mun. Chişinău, 31 august 1989 street, no.141, phone no.: 022 57-61-00, fax: 022 23-30-89, www.victoriabank.md, office@vb.md; valori.mobiliare@vb.md;
4. Number and date of state registration of the issuer of securities
 - Number of state registration (IDNO) 1002600001338; - Date of state registration 14.06.2001
5. The main activity (according CAEM) 64.19 Other activities of monetary intermediation; 66.12 Activities of financial transactions intermediation (brokerage);
6. Information on the Registrar / Audit firm of the issuer of securities:
 - Registrar: “Grupa Financiară” SA, company address: mun.Chisinau, Ismail street no. 88/1; license no.: CNPF0001 from 22.01.2015, Director: Bondarev Viorica, phone no. 022-271845, agreement no. 665, from 22.05.2015;
 - Audit firm: „Moore Stephens KSC” SRL, company address: mun. Chişinău, Ştefan cel Mare şi Sfânt, avenue no. 202, 9th floor, Managers: Valeriu Cernei, Benderschi Vasile, agreement no. 007A/06 from 15.06.2017;
7. The main characteristics of the issued securities
 - ISIN code of the securities - MD14VCTB1004;
 - Number of securities issued and outstanding 25,000,091
 - Nominal value, lei - 10.00
 - Social capital, lei - 250,000,910
8. Information regarding the publication of the information on events and actions that affect or might affect the issuer or its securities price (press body stipulated in the Charter of the issuer) – Monitorul Oficial al Republicii Moldova and/or Capital Market

II. Events that influence or might influence the activity of the issuer or the price of the issuer's securities

15. Changes in control over the issuer of securities, as well as any arrangements that may determine future changes in the control over the issuer of securities, to the degree in which this kind of events are known by the issuer of securities.

The Prospectus of the Mandatory Takeover Bid for securities issued by CB „VICTORIABANK” S.A. has been approved by decision of National Commission for Financial Market no. 8/13 of 05 February 2018.

The mandatory takeover bid is initiated by the shareholder VB Investment Holding B.V. (Netherlands), which represents the partnership between Banca Transilvania (Romania) and the European Bank for Reconstruction and Development, owner of 66.77% of Bank's equity capital, and concerns the acquisition of 8,308,673 shares issued by CB „VICTORIABANK” SA, which represent 33.23% of the total number of ordinary nominative voting shares.

The offered price per security is **78.21 lei**.

The takeover bid is active for a period of 70 calendar days, between **14 February 2018**, the date when the bid announcement was published in the newspaper „Capital Market, and until **24 April 2018**.

The bidder has set the following priorities for the Issuer's activity:

- Support of the private business environment of Republic of Moldova, especially the sector of micro, small and medium enterprises;
- Development of a broad range of retail products and services;
- Alignment of VICTORIABANK's organizational culture and corporate governance to the those of the Financial Group Banca Transilvania.

The bidder plans the increase of qualitative and quantitative indicators of the Issuer, which implies the growth of jobs, and improvement of working conditions.

The intermediary of the bid is Commercial Bank „VICTORIABANK” S.A., with headquarters at: MD-2004, R. Moldova, mun. Chisinau, str. 31 August 1989, nr. 141, IDNO-fiscal code 1002600001338, investment company license of category „C”, series CNPF no. 000820, of 15.03.2015, tel. no.: 022-57-63-50, 022-57-63-51, 022-57-63-54, e-mail: valori.mobiliare@vb.md.

III. Signatures

Victor TURCAN
President of the Board of Directors

Corneliu GHIMPU
First Vice President of the Management Committee

February 14, 2018

