

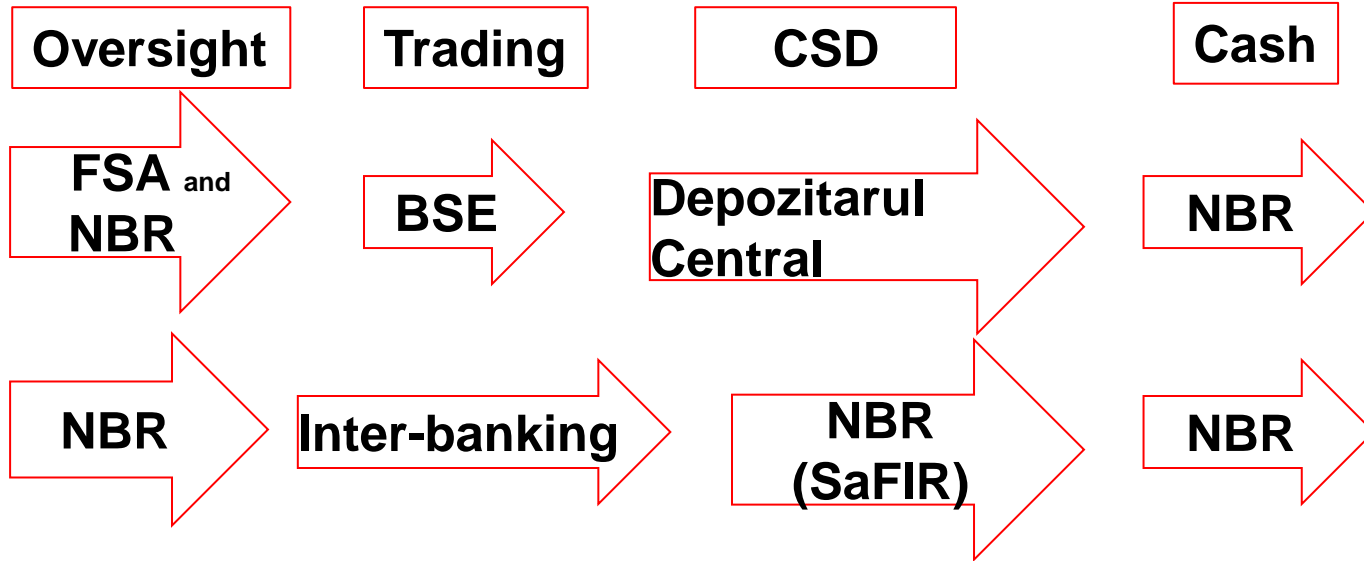
SEE Markets Roadshow ROMANIA

London, September 10th & 11th , 2013

Viviana Traistaru – Relationship Manager of GSS Romania



The Market Structure - Romania



Key Market Participants:

Asset owners (equities):
Foreign investors 49%
Domestic investors 51%

Key Market Data:

Equity Cap as of July 2013 EUR 23 billion
Equity trading EUR 2 billion pa (2012)
Bond trading EUR 25 billion pa (2012)

Key Market Participants - Romania

Financial Supervisory Authority (former Romanian National Securities Commission) (<http://www.cnvmr.ro>) is subordinated to the Romanian Parliament and regulates and supervises the Romanian capital market.

National Bank of Romania (NBR) (<http://www.bnro.ro>), the Central Bank, sets up the monetary policy, ensures the financial stability, ensures the supervision of the credit institutions. NBR operates RTGS and also keeps the general current account of the State Treasury opened on behalf of the Ministry of Public Finance and is the sole depository of government securities.

Bucharest Stock Exchange (BSE) (www://bvb.ro) is the marketplace for securities transactions.

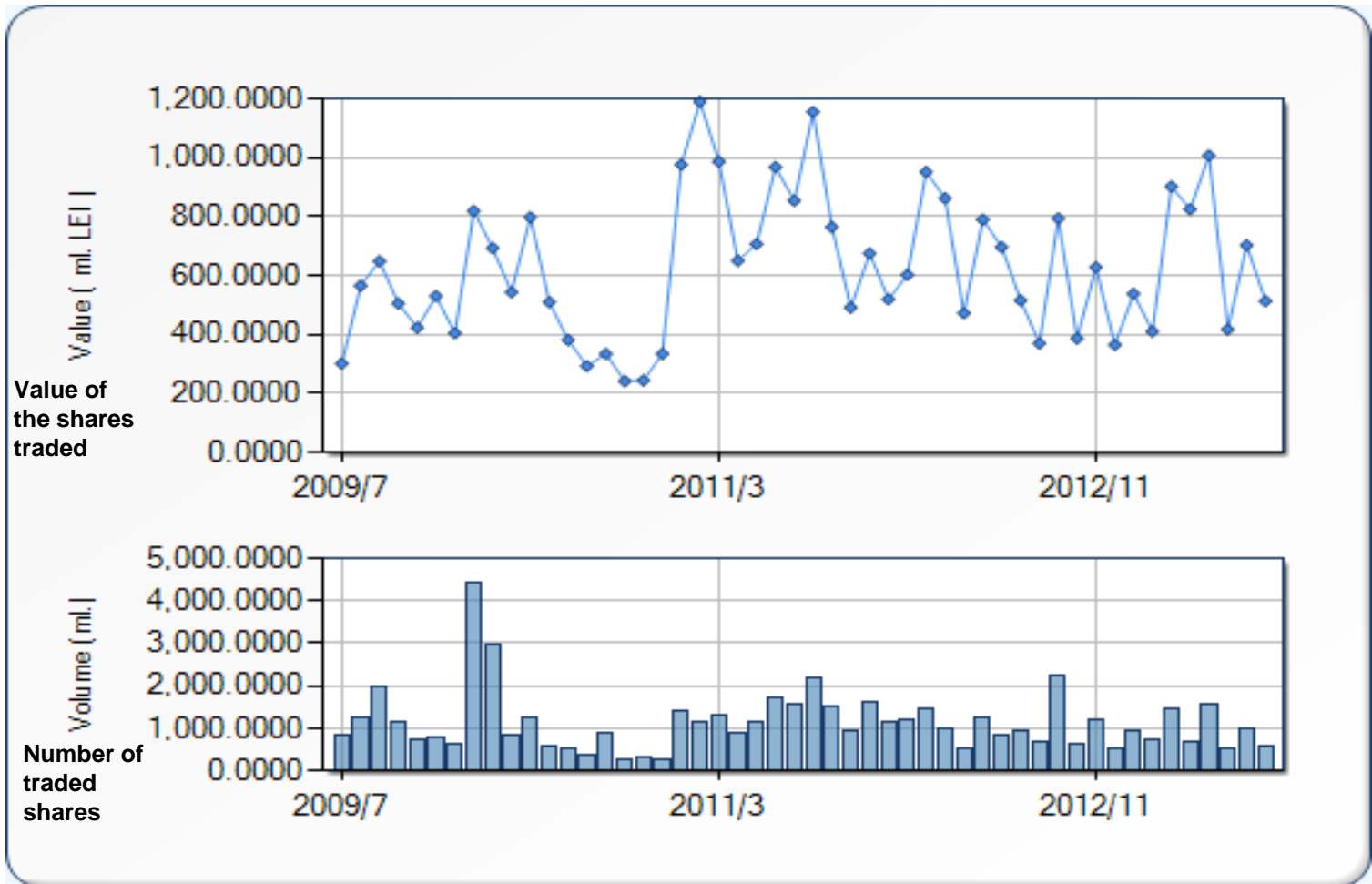
Depozitarul Central (CSD) (www://depozitarulcentral.ro) performs the post-trading operations and registration for the securities listed on the Bucharest Stock Exchange.

SaFIR is the government securities registration and settlement system. SaFIR runs on TransFonD technical platform that supports the whole Electronic Payment System. SaFIR is managed by the National Bank of Romania and uses the SWIFT platform for exchanging settlement and registration messages.

Market Trends - Romania

(Statistics during 2009 – 2013)

Evolution in terms of value and number of shares traded



Market Trends - Romania

BET Index Evolution



Major Market Issues - Romania

- Romanian capital market legislation is harmonized with EU Regulations and permanently updated with the new EU issues
 - Compliance with G30 Recommendations
 - All listed securities are dematerialized
 - No restrictions for foreign investors
 - The nominee concept is not recognized by the Romanian legislation and the registration is done per beneficial owner
 - Existence of settlement protection mechanisms
 - Guarantee for securities investors protection - Investor Compensation Fund
 - 16% tax rate applicable in general for all categories of revenues. DTT applicable for valid CoR
 - Regulatory change: Implementation and compliance with all EU regulatory changes
 - Infrastructure changes: Adapting the market infrastructure for complying with all EU regulatory changes (CCP, T2S)
 - Operational challenges: Market entities to be involved in the harmonization of the financial industry processes at the European level
 - Government support: Selling the holdings in the State owned companies through the capital market
 - Financial challenge: Lowering the market fees
-

Latest market development, changes in the past 24 months

■ Changes in the market infrastructure

- Global accounts at CSD were introduced for all ISINs listed on the Bucharest Stock Exchange
- OTC for international securities and fixed income instruments traded on Bucharest Stock Exchange
- OTC turnaround transactions have been implemented under certain conditions
- SWIFT interface for OTC settlement, securities lending and reconciliation
- CSD committing to join T2S in the first wave

□ Impact on clients

- The nominee concept is not recognized; global accounts are opened within the CSD with the requirement to segregate assets in the custodian's books and reporting of the client positions
- Business opportunity to use OTC trading mechanism
- Improving the communication by using standardized and secured system in relation with CSD
- CSD will outsource the euro settlement activity to the Eurosystem

Expected changes in the next 24 months

■ Expected changes in the market infrastructure

- Setting up of the CCP in application of the EU Regulation no 648/2012 on OTC derivatives, central counterparties (CCPs) and trade repositories (TRs)
- T2S preparations(Changing of the CSD electronic system, settlement on T+2)
- CSD to join T2S
- Potential move to T+2
- SWIFT implementation at CSD for corporate actions

□ Impact on clients

- Benefit of the reduction of the systemic risk
- Benefits resulted from the changes required by the CSD
- Simplifies the clients' access in terms of integration of market practices
- Need for faster communication of information
- More efficient processes for CA

Expected changes in the next 24 months

- Expected changes in the regulatory environment

- Implementation of standards on Corporate Actions on Flows

- Impact on clients

- Essential instrument for a better allocation of the investors' resources, increasing the processes' efficiency by reducing the costs of interpretation and preparation of the CA information

The major challenges - Romania

■ The major challenges in the coming 12 months:

1. New regulations to be issued
 - TARGET2-Securities project in Europe require the participating CSDs to adapt their handling of corporate actions to the requirements of the new platform.
2. New market infrastructure
 - CCP to be launched
 - Facing the new post-trading environment

■ Lobbying for:

- Standardization on corporate actions – UCT participation in working group (ROMIG) for comprehensive and cost-effective tools in order to meet the clients' requirements
- Active participation at the organized consultations

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Arabellastr. 12

D-81925 München

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