



TABLE OF CONTENTS

On the relevant chapter pages and in the table of contents, the following icons mark the subjects that may be of particular interest to certain stakeholder groups:



Investors



Retail































Employees



Customers

HIGHLIGHTED NUMBERS

WELCOME

1.	OTP BANK ROMANIA AND CORPORATE SOCIAL RESPONSIBILITY	10	   
1.1	Who we are	11	
1.2	CSR at OTP Bank Romania	15	
1.3	OTP Bank Romania's economic performance in 2016	16	
2.	FINANCIAL LITERACY	18	   
3.	CLIENTS AND CORE BUSINESS	22	   
3.1	Serving Our Clients	24	
3.2	Responsible product portfolio	26	
3.3	Ethical Conduct of Business, Risk Management and Banking Security	32	
4.	EMPLOYEES	38	   
5.	COMMUNITIES	46	   
6.	ENVIRONMENT	50	   
	GRI CONTENT INDEX	54	   

HIGHLIGHTED NUMBERS

- 302** thousand clients
- 96** branches
- 45** ATMs with cash pay in option
- 93%** of the clients are very satisfied or satisfied with the interaction of OTP Bank Romania
- 10** SME corners
- 255** million RON granted to clients within the CHF loan conversion program
- 60%** increase of the amount spent on employee trainings
- 1400** students participated on financial trainings
- 250** participants on the OTP Community volunteering activities
- 20%** reduction of total energy consumption

WELCOME



“We are the new generation of professionals. Together we build the future in banking.”
Our new slogan expresses our commitment to excellence and innovation, two of our updated values.

Dear Reader,

After the challenging year of 2016, it is my pleasure to present you OTP Bank Romania's 9th Sustainability Report. We are convinced that the comprehensive programs we were focusing on in 2016 will form the future of OBR.

The primary goal of our renewed vision is to create real value for our clients with financial products and services of the highest quality, while assuring a balanced risk appetite and being responsive to the needs of society. With the results of the thorough organizational culture study we have launched, our organizational culture program aims to enhance our internal culture. The main focuses of the program are efficient communication, collaboration and nurturing a learning environment.

When talking about 2016, we need to address the CHF conversion program. The implementation of the program required an extra effort from my colleagues, and I am proud that we were able to handle the increased burden, and

managed to grant 255 million RON discount to our clients. We were among the first banks in Romania which have offered the possibility of converting the CHF loans into RON or EUR, while providing a significant discount on the loan balance. 73% of the eligible portfolio made use of this opportunity and has been converted.

In addition, we broke our record in 2016 by achieving our best financial result again. Hopefully, our long term initiatives will ensure further unprecedented records in the upcoming period as well. Digitalization is one of the key challenges and opportunities of our time. Our multidisciplinary project approaches the issue from two aspects: innovative projects on one side and project focusing on efficiency on the other. The Money Magnet service is one of our most popular innovations of 2016, as it converts money transfers to OBR accounts via a simple credit card purchasing method, which enables credit redemption. I am also proud

of our e-banking products introduced for the first time in Romania. Another advantage of digitalization is that we are able to make a step forward to paperless banking and environment protection.

Regarding our social investments, we believe in long term strategy and long lasting impact, therefore we focus on financial education. In a fast changing world, our financial education and career choice trainings grant essential skills and knowledge. The trainings are held by our 'Right to Education' Foundation and its OK Center educational brand. I am pleased that we further managed to increase the number of participants in 2016. Throughout the country, almost 1400 students completed a four-hour module of the unique, interactive, and well-founded trainings, free of charge. We have received praises from both the students and their parents. These compliments boosted our ambitious goals: in 2017 we planned to open an OK Center in Bucharest, the first non-formal financial education center in Romania, aiming to train 10,000 students a year.

I hope you will find our Sustainability Report interesting and useful. We would be glad to receive your comments or opinion regarding our report and sustainability performance at csr@otpbank.ro.

László Diósi

CEO, Chairman of the Management Board



This report has been prepared in accordance with the GRI Standards: Core option.
Please find the GRI content index on page 54.



About this report



Material topics for OTP Bank Romania (OBR) have been determined through a dedicated survey by involving our main stakeholder groups in 2016. Besides our managers, the sustainability topics have been rated taking into account the impacts of the bank. We consider the results of these evaluations still valid. Minor changes in the topic list are due to the shift from GRI G4 Guidelines to GRI Standards. Several topics and their content are changed as indicated in the footnotes.

OTP Bank Romania considers the following sustainability topics material – in the order of their importance:

- **Marketing and Labelling¹**
- **Anti-corruption**
- **Training and Education**
- **Customer Privacy (indicator covered from 2016 on)**
- **Diversity and Equal Opportunity⁵**
- **Non-discrimination**
- **Employee and Management Relations**
- **Socioeconomic Compliance³**
- **Occupational Health and Safety**
- **Local Communities (indicator covered from 2016 on)**
- **Human Rights Assessment⁴ (indicator covered from 2016 on)**
- **Security Practices**
- **Freedom of Association and Collective Bargaining**
- **Employment**
- **Product Portfolio – sector specific**
- **Anti-competitive Behaviour**
- **Economic Performance**
- **Market Presence**
- **Environmental Compliance**
- **Energy.**



Both managers and external stakeholders have expressed that product responsibility and compliance are the most important sustainability fields for OBR, and that labour issues also have to play a key role. For external stakeholders human right issues proved to be very important and more significant than for managers. Managers evaluated economic topics higher than external stakeholders, for whom this is the least important from a sustainability point of view. Environmental topics do not really influence sustainability performance either for managers or for external stakeholders. Economic and environmental topics would be below the threshold of materiality, but we have decided to cover 2-2 topics from both categories.

The list of topics reinforces our strongest commitment towards responsibility within the core business and regarding our colleagues.

The report covers all material topics, but in case of some topics we need more time to gather adequate information on the indicator required by the GRI. We will provide further information regarding these topics in our next Sustainability report. The boundary is OTP Bank Romania for all topics.

Besides achievements and results, we present challenges faced

and the directions of potential development in order to give a balanced view on our performance. In the content of the report, the sustainability performance in relation to our core business is of priority. Information is to be presented in a clear and easily understandable way.

The reliability of data is ensured by the methodology of reporting and the SAP-based CSR database, which is used within the entire OTP Group. We provide data for 2014, 2015 and 2016 to enable information comparison and trend visibility whenever possible.

The chapters of the report follow our main stakeholders: clients, employees, communities and environment. We highlight our efforts in order to enhance the financial awareness of the youth.

We encourage you to use our homepage (www.otpbank.ro) and our previous reports for a deeper insight. We also draw your attention to our homepage dedicated to our efforts in financial literacy (<http://estedreptulmeu.ro>).

We hope to provide a comprehensive picture of our CSR and sustainability activities and performance, and as we intend to improve further, we ask you to take the time to share your thoughts with us and send us feedback to csr@otpbank.ro.

¹ two topics have been merged: Product and Service Labeling and Marketing Communication

² includes - Equal Remuneration for Women and Men topic

³ two topics have been merged: Product Responsibility Compliance and Compliance

⁴ includes Investment topic

The background of the entire page is a vibrant blue with a bokeh effect of light spots. In the center, there are several semi-transparent icons: a globe with a location pin, a computer monitor with a network diagram, a bar chart, and a network of nodes. Below these icons, a green horizontal bar contains the main title. At the bottom of the page, a hand is shown reaching towards a digital globe composed of a wireframe mesh and connected by glowing lines, set against a blurred cityscape at night.

1. OTP BANK ROMANIA AND CORPORATE SOCIAL RESPONSIBILITY

1.1. Who we are

OTP Bank Romania is a medium-sized universal bank; a subsidiary of OTP Bank, the largest independent banking group in Central and Eastern Europe. We offer a wide range of high quality financial products and complete banking services to all types of clients from individuals to large companies.

MARKET SHARE Our market share slightly decreased in 2016 in means of assets (to 2.24% by 0.04ppt). Regarding individual clients, our market share has decreased due to the CHF conversion program, but, at the same time, OBR's total loans market share increased from 3.20% to 3.64% YoY. We served 302,000 clients in 2016 (452,000 with Iskola clients), and we are accessible in the whole country through our 96 branches and via our user-friendly electronic channels (OTPdirekt).

OTP GROUP Besides OBR's banking services, we provide special financial services in Romania through our subsidiaries. The products of our group are available with a one-stop approach.

- *OTP Consulting Romania* provides services to support foreign investments in Romania, and offers project-focused consultancy services to local authorities and SMEs, primarily concerning EU Funds and their implementation.
- *OTP Leasing Romania* offers car, commercial vehicle, and equipment leasing products. In 2016, the company was reorganized in order to be more effective and more adjusted in terms of business opportunities.
- *OTP Asset Management* is an investment management company, offering innovative investment services.
- *OTP Factoring* supports clients in solving their financial problems represented by receivables portfolio management purchased from various banking and financial institutions and nonbank financial institutions.
- *OTP Advisors* provides direct, fast and tailor-made sales services for OTP Bank Romania's loan products.

The subsidiaries are not covered by this report, though we give a short overview of the activities of OTP Consulting Romania considering its significant impact on sustainability.

OTP Bank Romania has a stable background as a member of OTP Group. OTP Group provides universal services in Hungary, Romania, Montenegro, Croatia, Bulgaria, Russia, Ukraine, Slovakia and Serbia. OTP Group serves 13 million clients through a territorial network of 1300 units, the ATM network and electronic channels. The objective of the group is to achieve outstanding performance in accordance with the European standards.



Values of OTP Bank Romania

As a part of our organizational culture program, we redefined our mission, vision and values in 2016:

MISSION Our mission is to become the primary transactional bank for our clients by delivering customized, high quality solutions in order to respond to their financial needs and to sustain their progress. Based on our business approach of financial mentoring, we are committed to connect customers to growth opportunities. At the same time, we continue to assume the pioneering role in financial education provided for young people, adults and entrepreneurs.

VISION OTP Bank Romania's vision is to become a top 10 leading and trustworthy provider of customized financial and banking solutions by 2020.

VALUES Our values define who we are as an organization and what makes us distinctive.

Trust: We are committed to conduct our business in a way that delivers fair values to customers, ensuring open and honest dialogue.

Customer centric (focus): We care about our clients and their progress and are determined to show them respect by being responsive to their needs and expectations and assuming our role as financial consultants.

Innovation: We set our sights on creating real value for our customers by understanding and anticipating their needs and demands in an increasingly mobile time and space, so that we can steer our company toward long-term success.

Excellence: Everything we do is driven by an unyielding passion for excellence – and unfaltering commitment to deliver high quality financial products and services to our customers.

People: Our team of professionals make a difference in our company's success. We are jointly responsible for the achievement of our mission. At the same time, we are dedicated to giving our people a wealth of opportunities to reach their full potential.

Integrity: We believe in acting with courageous integrity. Everything we do is guided by a moral behavior that ensures fairness, respect for all parties and complete transparency.

Our mission and values are available on our homepage as well @ <https://www.otpbank.ro/en/about-otp/about-us/otp-bank-romania/vision-mision-values>

OTP Group

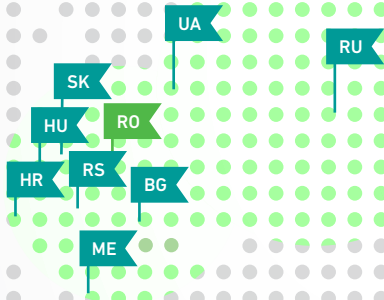
Number of branches	1,316
Number of employees (all employees)	35,950
Total capitalization	33.8 billion RON
Total assets	165.0 billion RON
Total amount of tax paid	2.4 billion RON
Total cost of employee training	14.8 m RON
Total amount of donation	34.8 m RON
Proportion of branches made accessible	60%
Energy consumption per capita	18 GJ
Total paper used	4,079 t

OTP Bank Romania 2016

Branches	96
Employees*	1198
Number of clients	302,000
Total assets	8.2 billion RON
Market share	2.24%
Total amount of tax paid	32.8 m RON
Total cost of employee training	2281 k RON
Total amount of sponsorship	791 k RON
Proportion of branches made accessible	99%
Energy consumption per capita	21.6 GJ
Total paper used	77 t

IFRS data as of December 31, 2016

*Total number of employees





Prizes gained in 2016

The highest percentage of transactions via online banking in 2015:

OTP Bank Romania's team was awarded at the 8th Online Banking Gala by Finmedia.

Top 100 the most valuable companies in Romania: OBR was part of the list, prepared by Ziarul Financiar, for the first time in 2016, and was ranked 79.

Best use of technology: OTPdirekt – Chat service received the prize within the framework of Romanian Contact Center Awards, organized for the first time in Romania.

BEST BANK AWARD



Governance and organizational structure of OTP Bank Romania

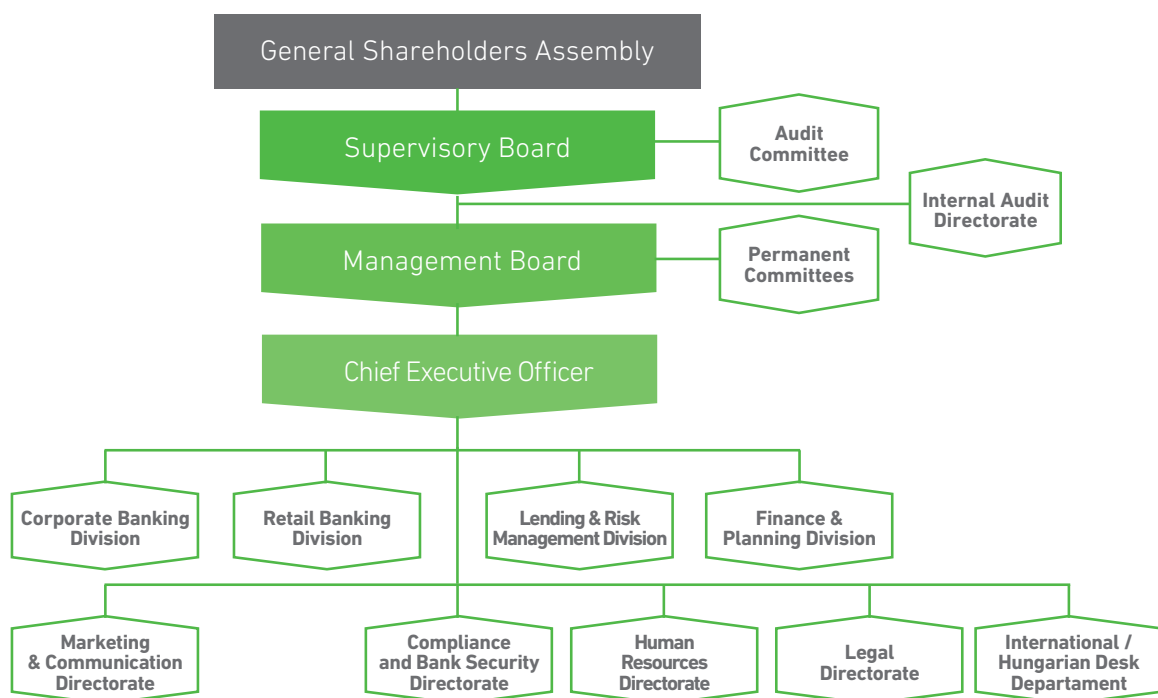
GOVERNANCE AND COMMITTEES OTP Bank Romania has a two tier corporate model. Besides the Supervisory Board and the Management Board, permanent committees are the decision-preparing, decision-making, and advisory organizations of the bank. The Committees are established by the Management Board, except for the Audit Committee. The Audit Committee is established by the Supervisory Board. Most of the responsibilities of the committees remained the same in 2016, though minor adjustments were made. The main responsibilities of the Committees are the following:

- **Audit Committee:** operates independently from the bank's management. It supervises the functioning of internal control and audit activities. It monitors the bank's compliance with the applicable legal provisions, the Constitutive Deed, internal regulations and policies approved by the Managing Bodies.
- **Risks Management Committee:** monitors the significant evolutions that might influence the bank's risk profile, develops risk management policies according to the law and to our internal regulations.
- **Asset-Liability Committee:** optimizes the financing structure (liquidity, interest rate risk management, capital maintenance, etc.) of the bank.
- **Product Development, Sales and Pricing Committee:** appraises and approves products, services and sales development strategies and proposals, and supervises the implementation processes.
- **Credits Committee:** approves the credit reports, overviews the working processes, monitors the adequate distribution

of responsibilities within the lending activity.

- **Loans Monitoring Committee:** reviews and evaluates the problematic clients/client groups and decides on the related Action Plan, defines the risk status of the clients. It also makes proposals for IFRS provisions and approves the provision amounts.
- **Loan Recovery Committee:** approves non-performing loan reports, monitors the Restructuring and Work-Out Directorates' performance on the disposed measures, approves proposals regarding the start of recovery procedures.
- **IT Development Committee:** analyses and decides on software and IT&C developments, technical solutions of products, procedures and projects, approves the Data Ownership scheme.
- **Ethical Committee:** gives opinions and recommendations on the application and development of the Code of Ethics, makes decisions regarding the non-observance of the Code of Ethics.
- **Business Development Committee:** prepares and pre-approves the annual business strategy's actions and projects; reports to the Management Boards monthly regarding the strategic actions and projects. (Including digitalization and organizational culture.)

ORGANIZATIONAL STRUCTURE The organizational structure of OTP Bank Romania was changed only below division level, affecting the directorates and departments in 2016. The changes were due to the recommendations of the National Bank of Romania and to the organic development of the bank..



1.2. CSR at OTP Bank Romania

PRINCIPLES

Our approach to CSR remained unchanged in 2016: CSR is a business philosophy for OTP Bank, as it influences the decisions we make in many aspects of our company's life. We always keep in mind the social and environmental impacts when it comes to business operations or interactions with our stakeholders. We are committed within our core business and beyond: we are connected with the communities we are part of, thus we take responsibility for them.

Our stakeholders are clients, employees, owners, suppliers, competitors, local governments, media and society. On the basis of the stakeholder map, we are engaged with the following stakeholder groups:

- clients,
- owners,
- employees,
- suppliers,
- society,
- environment.

We aim to balance the stakeholders' interests: in order to be a responsible bank, we have to be aware of our stakeholders' expectations and, at the same time, we need to keep them informed of our activity. We have a regular (at least monthly) contact with all the stakeholder groups, and have day-to-day contact with the primary stakeholders (employees, clients, owners). Please find more information on our stakeholder engagement in the next chapters of the report. We are also working on receiving actual feedback on our activity, thus the stakeholder survey dedicated to the sustainability reporting of 2016 provided useful information for us.

CSR POLICY

Our **CSR Policy** was last updated in 2016. As defined by the Policy, corporate social responsibility is seen as:

- Commitment to improve community well-being, through discretionary business practices and contributions of corporate resources.
- Major activities undertaken by a corporation to support social causes and to fulfill commitments to corporate responsibility.

The policy defines the framework of our activities related to sustainability and responsible business. Two basic forms of CSR activities include:

- Dedicated CSR projects: supporting social issues, education, sports, culture, local communities;
- Internal and external day-to-day actions related to CSR: human rights at workplace (customers and employees), environmental protection within the operation and special financial services and products responding to particular needs.

The Marketing & Communication Directorate is responsible for the coordination of the dedicated CSR projects within the organization. The sponsorship approval process became more clear and more objective as a joint decision is made.

Responding to the claims of society and especially of the youth, we put financial literature into the center of our CSR projects and strive to achieve considerable improvement. With this aim in mind, we launched the "Right to Education" Foundation in the second half of 2014 and since that time we have achieved impressive results (please find more detail in Chapter 2).



1.3. OTP Bank Romania's financial performance in 2016

MACROECONOMIC FACTORS

In 2016 the key macroeconomic factors influencing OTP Bank Romania's operations were the following:

- The GDP growth reached 4,8%, a new post-crisis high, and with this value Romania was one of the top performing countries in the European Union.
- Consumption expenditures were supported by large gains in real disposable incomes, as wages grew rapidly, and were boosted also by minimum wage and public wage hikes. At the same time, consecutive VAT cuts pushed headline inflation to record lows, helping further consumption growth. On the production side, market services remained the main drivers of the economy, led by the wholesale and retail trade and the IT&C sectors.
- The National Bank of Romania kept the key monetary interest rate at 1.75% throughout the year.

ECONOMIC PERFORMANCE AND IMPACT

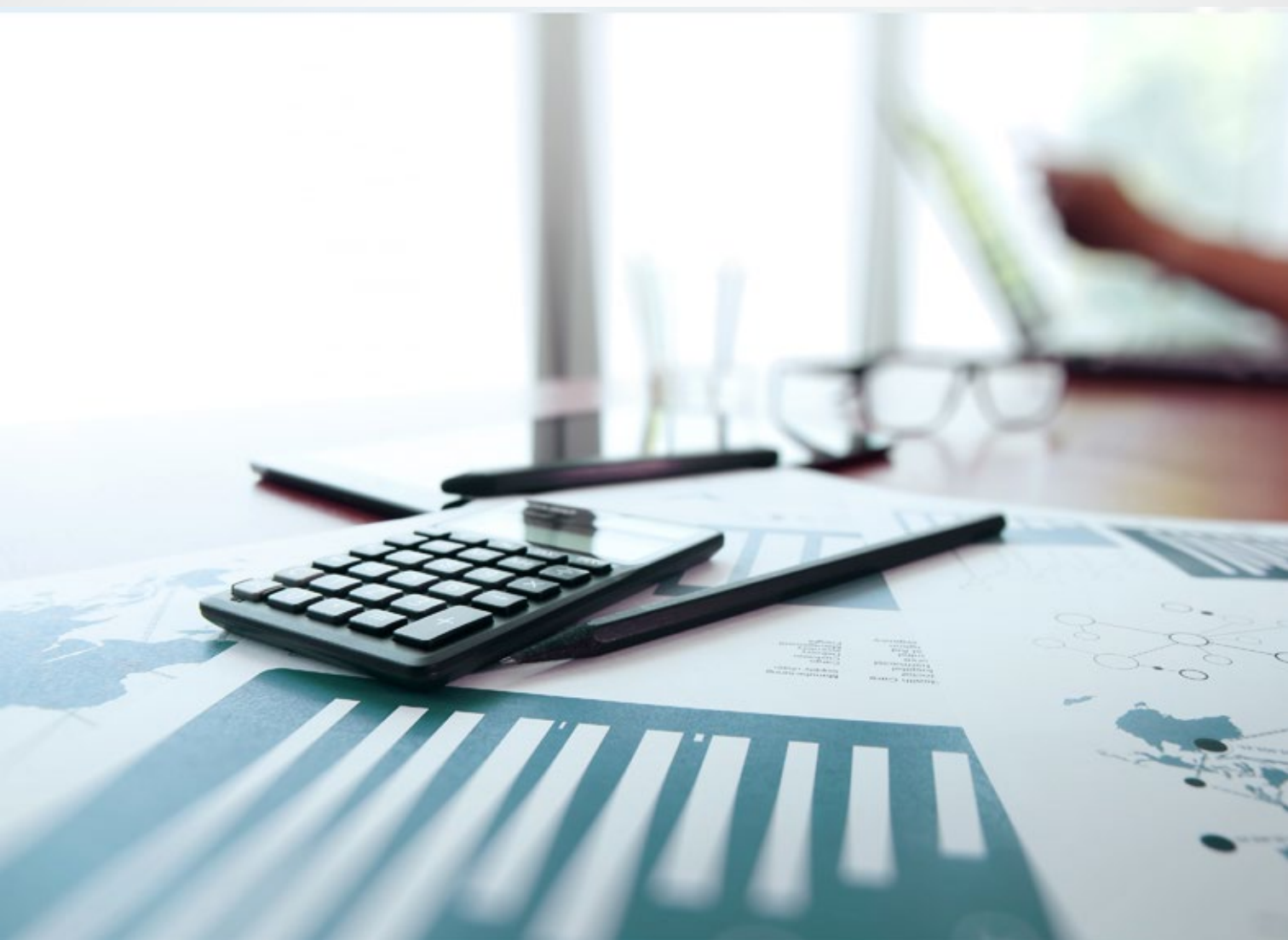
In 2016 OBR already benefited from the increased portfolio due to the merger with Millennium Bank. OTP Bank Romania closed the year with a 84 million RON profit after tax, which was significantly above the plan, and demonstrated a strong YoY improvement. The total income slightly decreased (4%) but was compensated by lower operating expenses (-16%).

Using the funds of our depositors, our lending activity can drive purchases, consumption and investments, thus we take part in retaining and improving the standards of living. Besides, we have an impact not only on our customers but on our employees, and, indirectly, on economic growth, indirect employment and on the usage of natural resources. The following chart shows our economic performance through the payments towards different stakeholders.



Generated and distributed direct economic value of OTP Bank Romania					
(based on the consolidated, audited, IFRS profit and loss statement, thousand RON)			2014	2015	2016
I.	Generated direct economic value	= 1	285,210	437,400	409,796
1.	Net income from sales	Interest income + non-interest income (incl. net fees) (adjusted)	285,210	437,400	409,796
II.	Distributed economic value	= 2+3+4+5	186,400	277,460	184,466
2.	Operating costs	Operating costs – Personnel expenses – Depreciation	80,250	144,410	51,362
3.	Employee wages and benefits	Personnel expenses – employer's contributions on wages	74,550	107,060	99,548
4.	Taxes paid	Total tax-payment liability (including employer's contribution on wages)	31,350	25,350	32,765
5.	Payments to equity investors	Divident	0	0	0
6.	Community investments	Donation and sponsorship	254	635	791
III.	Retained earnings	= 1-(2+3+4+5)	98,810	159,950	358,434

Please find a more detailed description of our financial performance in our 2016 Annual Report @ <http://www.otpbank.ro/en/about-us/otp-bank-romania/annual-reports/>



2. FINANCIAL LITERACY

We believe in financial mentoring and we are convinced that financial education is one of the best investments for the future. We endow the youth with long lasting skills and knowledge essential for a responsible conduct of life. We have continued our pioneering financial education program through OK Center and have provided our financial and career trainings for almost 1400 students.

OTP Career training

www.estedreptulmeu.ro

Study on youngsters' career expectations

2015 We said		2016 We did
Completing the Erasmus+ and OTP Career Program	✓	The program was completed.
Offering financial education continuously	✓	1368 students participated in our programmes in 2016.

✓ FULFILLED 🔄 IMPLEMENTATION IS ON-GOING ✗ NOT FULFILLED



RIGHT TO EDUCATION AND OK CENTER

Financial education is in the center of our social responsibility activities. We carry out our activities through our "Right to Education" Foundation ("Dreptul la educatie"). The Foundation is supported by OTP Bank Romania and OTP Fáy András Foundation, having experience of over 20 years in the field of financial education.

The main objective of the Foundation is to improve the financial, economic and managerial skills among secondary school students. At the same time, we constantly develop and widen both the scope of our trainings and of the participants, therefore career management trainings were implemented in 2016.

EDUTAINMENT

We provide trainings through the educational brand of OK Center. OK Center's uniqueness lies in edutainment where we teach interactively: teenagers learn and have fun at the same time. We present economic and financial concepts in an encouraging and challenging environment, using modern technology and interactivity. While relying on science, practical examples and exercises simulate reality. Our trainers tackle various topics and train themselves to be ready to change. Team work, long term planning and risk estimation are important and common features of all modules.

We provide different, 4-hour modules for each grade.

Certifications are awarded to the participants upon completing a module. Trainings are available free of charge, all over the country and throughout the year.

It seems that not only the teachers and the students acknowledge our efforts, but we receive positive feedback from parents, as well.

„If computer skills are elementary assets today, required not only in IT but everywhere, financial education is also mandatory in the development of the new generation. As parents, we can only be glad that there are institutions like "Right to Education" Foundation, which aim to meet the new imperatives of economic and financial education by preparing children to cope with success during their experience after integration into society as adults.” Father of a 5th grade student

In 2016, we managed to increase the number of participants in our trainings by almost 75% compared to 2015. Our two trainers conducted 110 training sessions with 1368 students during the year.

We have officially launched our new website: www.estdreptulmeu.ro, where information is available regarding the activities and events of the Foundation.

We supported the 5th Penzidomar financial and economic contest of Sapientia University, in Miercurea Ciuc.



CAREER TRAININGS

The first career trainings were implemented within the Erasmus+ regional programme in 2016. The feedback was convincing:

„Today I have learned to identify the elements which will help me to develop both myself and my future career.” 12th grade student, Ady Endre High School, Bucharest

„I think that the enthusiasm and joy with which the children took part in these trainings, the fact that they found their values and started to think about the direction that their professional life will take, becoming aware of their qualities, are both essential and beneficial. Moreover, after the training program finished, my daughter began searching for information online in order to analyse by which means she could reach her professional goals. This particular fact gave me hope for the future!” mother of a 7th grade pupil, „I. Heliade Rădulescu” Primary School, Bucharest.

In 2016 we organized the Erasmus+ regional multiplier event three times, with almost 100 attendants at each session. The events served as occasions to share experiences and feedback regarding the trainings, and to present the results of our study on differences and similarities between Romanian and Hungarian youngsters’ experience and expectations in terms of work and career.



The study was carried out among the participants of the OK Center’s trainings. According to the research, Romanian youngsters between 14 and 19 are self-confident and think they take specific actions toward choosing a career, but they also need professional consultancy. 87% of the respondents are aware of their strengths, which confirms the youngsters’ self-confidence. Regarding career choice, 76% of them search information on their own. Despite this, they need a better knowledge of possible information sources, as 75% of the students think that consultancy or training session would be helpful in choosing a profession. 81% of the respondents plan to attend university or post-secondary school after graduating from high school, while 70% of them would like to leave the country. Salary expectations exceed the average market value, students wish to earn more than they think they will be able to make.



75% number of participants in our trainings shows growth by 75% compared to the previous year



1368 students took part in financial education and career trainings in 25 schools of 11 cities in 2016.

2017 STRATEGIC OBJECTIVES

- Opening the OK Center building in Bucharest
- Addressing the adult segment with a financial education program
- Developing and expanding our group of ambassadors





3. CLIENTS AND CORE BUSINESS⁵

Updating our values meant the reinforcement of our customer orientation. We believe in customer centricity: identifying value creation is a key success factor, going hand in hand with providing the highest quality services in an ethical way. We strive to support businesses to thrive, economies to prosper and people to achieve their ambitions.

E-products

Prima Casa (First Home) program

CHF Conversion program

Code of Ethics



2015 We said	2016 We did
Introduction of the Code of Ethics of OTP Bank Hungary. Application of a risk based approach (e.g. PEP ⁶ clients)	✓ We approved and introduced the new Code of Ethics.
Redesign of the former Millennium Bank branches	✓ We redesigned the branches.
Implementation of E-products project: providing e-loans, e-accounts and SME loans online	🔄 E-loans and e-accounts were introduced to SME clients.
Improvements of e-channels	✓ We made adjustments to increase user experience.
Involving former Millennium Bank clients into the customer satisfaction survey	✓ We implemented the plan.
Re-entering into Prima Casa program	✓ We offered Prima Casa loans to our clients.
Launch of SME corners in 5 more locations	✓ We set up the corners.
Building strategic partnerships with SMEs to adopt good practices and improvements in their businesses	✗ We have not implemented the project.
Further optimising of SME lending: further streamlining of loan approvals, implementation and monitoring of flow	✓ The project was implemented.
Support the development of infrastructure by financing local authorities through EU funds	✓ We financed such projects.
Introduction of behavioural scoring for a better management of individual clients	✗ The behavioural scoring will be implemented in 2017.
Control missions in units regarding conflict of interests	✓ We carried out monthly checks.
Implementation of an advanced control system regarding the loan portfolio of former Millennium Bank	✓ The same control system is implemented as for the OBR clients.
Implementation of AMA	✗ The responsible authority did not approve the application.

✓ FULFILLED

🔄 IMPLEMENTATION IS ON-GOING

✗ NOT FULFILLED



⁵ In this chapter we focus on new activities and products with a social or environmental aspect. For more details on other products please, see the Annual report and our website.

⁶ Politically Exposed Persons, who generally present a higher risk for potential involvement in bribery and corruption.

3.1. Serving Our Clients

3.1.1 Digital banking and branch network

DIGITALIZATION

Digital technology changes the banking habits of our clients, and dramatically alters interaction with them. Our clients are the main drivers of digitalization, they directly demand e-solutions, and by making our internal processes more effective, digitalization serves their interest indirectly as well. E-channels make banking services available everywhere, including regions with less branch coverage. We need to comply with our clients' expectations on three levels:

- meeting their needs,
- providing ease of doing their business and
- making banking enjoyable.

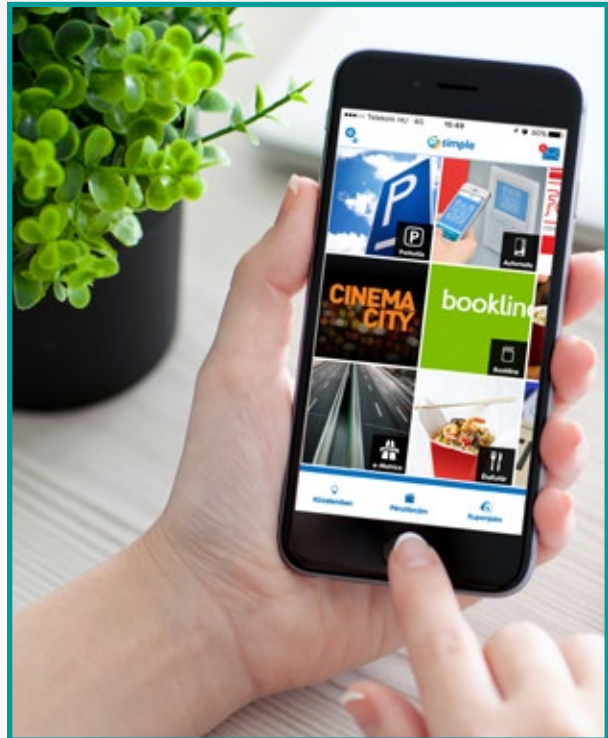
By using the latest available technologies, we focus on the following key areas:

- reduction of time spent in branches by simplifying the paperwork,
- better addressing customer needs by creating customized product combinations, follow-up on product usage and satisfaction,
- financially educating customers,
- keeping customers informed regarding the advancement in processes via various channels (sms, e-mail, OTPdirekt, branches),
- standardization of customer experience in all channels.

We implemented monthly campaigns throughout the year in order to encourage activation and use of internet banking. The results are convincing: with a constant increase, the activation rate rose from 35% to 54% by the end of the year.

We continuously encourage our clients to use electronic statements instead of paper based ones, however, in 2016 the rate of e-statements remained the same as in 2015.

In this increasingly dynamic world, we aim to offer fast and modern solutions. We are proud of our innovative products, making available several services for the first time in Romania.



ONLINE CHAT

The current form of our website was launched at the very end of 2015, offering client-friendly experience and functions. In 2016 we introduced a chat feature on the desktop version of the site in order to improve communication with our clients and to reduce response time. Our colleagues handled approximately 900 chats per month, and according to the built-in customer satisfaction survey, the average rate of satisfaction was 88% in terms of the offered solution, and 92% regarding our colleagues (although the response rate was relatively low).

MONEY MAGNET

We launched our unique Money Magnet function in 2016, making money transferring fast and free of charge to OTP Bank accounts with a non-OTP Bank debit card. Money Magnet is available on OTPdirekt (internet bank or mobile bank) and works as a simple internet shopping transaction by debit card. The solution was developed to support our loan clients by making money transfer easier. In the first month of its operation, more than 4,5 million RON was transferred, and we realized a two-digit increase regarding the number of transactions per month. Complying with the EU requirements and practices of SEPA (Single Euro Payments Area), we implemented the Direct Debit

project, making foreign payments easier for our clients. As an additional service, we provide the possibility to use the Direct Debit function in RON besides EUR.

We introduced several e-products during 2016, please find more information about them in Chapter 3.2.

We keep on developing, as our digitalization plans are extensive and comprehensive, including a great range of useful functions that aim at enhancing customer experience.

NETWORK

Our branch network was restructured and widened as a result of the Millennium Bank merger in 2015, and remained unchanged in 2016. In 2016 we placed emphasis on the renewal of the branches, and 40% of our branch networks have been renovated. The design of the former Millennium Bank branches has been changed, in accordance with the OBR standards. In order to make waiting more pleasant, we made wifi available for our clients in our branches.

By the end of 2016, our network structure consisted of 96 branches, 153 ATMs and 2768 points of sales in all counties of Romania. 99% of our branches are wheelchair accessible.

In 2016, we installed 45 ATMs with a cash pay-in option. We also started a partnership with Euronet, in terms of which our clients are able to use the ATMs of Euronet under the same conditions as OTP Bank Romania's ATM network. In this way we offer our clients an extensive network of 600 ATMs throughout the country. 30% of our branches, and 7% of our ATMs are located in scarcely populated or economically disadvantaged areas⁷.



900 chats per month



45 ATMs with cash pay-in option

3.1.2. Customer satisfaction survey

OTP Bank Romania conducted a customer satisfaction survey among its retail customers in 2016 as well. We started to involve the former Millennium Bank customers into the research, and as in the previous years, we measured customers' overall satisfaction with the bank, their level of satisfaction with the

products and services (loans, Mentor and OTPdirekt), as well as customer loyalty.

FINDINGS

The key findings of the survey are the following:

- 93% of the clients are very satisfied or satisfied with their interactions with OTP Bank Romania
- (-3ppt YoY). The loan customers were the most satisfied.
- The most appreciated aspects of our counsellors were their promptness (fastness and efficiency) and their clear and transparent communication.
- 83% of the customers declared their definite willingness to remain our clients (-1ppt YoY), 76% would definitely recommend our services to others (-8ppt YoY).
- Similarly to the previously conducted research, the exploration of customer needs applying for a loan product was slightly more thorough than in case of other customers. More than 90% of the customers considered their financial needs to be correctly identified. The evaluation of bank/client interactions in the exploration phase showed a more positive result than in the previous stages of the study.
- Clients who applied for a loan have a better perception of OTP Bank than clients in the two other groups.
- The most important identified values of OBR were: solid bank, caring towards customers and customer satisfaction, professional employees, innovation.
- Compared to the results of the previous years' surveys, the above mentioned values seem to be stable, and they are in line with the values we have defined.

- 93% of the clients are very satisfied or satisfied with their communication with OTP Bank Romania.

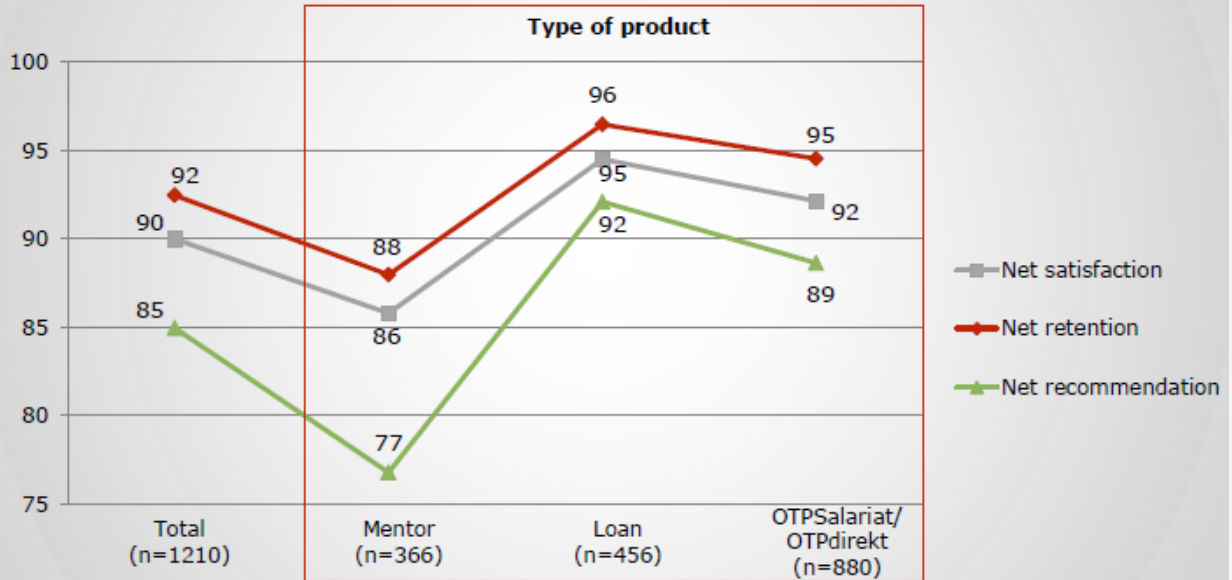


⁷ The location of these branches did not change in 2016, though classification of the areas changed.

Satisfaction with OTP Bank

Net scores were calculated for three questions on a 1 to 5 scale. The responses were classified in three categories: Positive answers (4-5 rating), Passive answers (3rd rating), and Negative answers (1-2 rating). Net scores are calculated by subtracting the percentage of Negative answers from the percentage of Positive answers.

The net scores can take values from -100 (all responses are negative answers) to 100 (all responses are positive answers).



Net satisfaction → Q13.1. How satisfied were you in general with OTP Bank after this meeting?

Net retention → Q13.2. Following this meeting will you remain the client of OTP Bank/ do you want to become a client of this bank?

Net recommendation → Q13.3. Following this meeting will you recommend to others the services of OTP Bank?



93% of the clients are very satisfied or satisfied with their communication with OTP Bank Romania

3.2. Responsible product portfolio

We believe in an integrated system based on three pillars:

- while providing high quality products that support our clients to achieve their financial goals,
- we place emphasis on increasing financial knowledge and awareness
- we comply with the requirements of ethical business conduct to the maximum level.

We have several products with special environmental or social advantages (e.g. satisfying essential needs with preferential conditions). In this chapter we highlight these products and we provide an overview of our corporate product portfolio.

3.2.1. Products and services for individual clients

OTP MENTOR

Our traditional OTP Mentor program continued in 2016 as well. The number of eligible individual clients rose by 13%.

Financial counselling

We provide a complete financial counselling program for our clients, building long term partnerships and offering value added services and a complex range of products, not only considering clients financing needs, but also liabilities products for their daily needs. OTP Mentor enables us to support our clients in managing their money better. We inform and call their attention to possibilities to increase their funds. (OTP Mentor is available for SME clients as well.)

The online advisory platform and mobile app: www.dresoruldelei.ro (Romanian) or www.penzidomar.ro (Hungarian) continued to promote the OTP Mentor concept to a wider audience, using a practical and easy to understand message in an innovative, interactive and friendly way.

With the OTP Mentor program we continued to focus on clients with saving/investment potential and on clients with a higher-than-average monthly income.

LOANS

In response to the favourable market conditions and to the increased demand, we started to focus more on mortgage loans in 2016. We almost managed to double our sales performance compared to the plans.

Besides our own mortgage loan products, we re-entered the Prima Casa governmental program. The program provides customers advantageous loans to buy their first property. We provided 70 million RON in loans to our clients, using all the allocated money of the government by the end of October.

In order to optimize the loan approval process, to be in line with the main competitors from the market and to comply with the clients' needs, starting with 2016 OBR is performing the automatic verifications of the incomes (salary/ pension/ freelancer incomes) to ANAF database.



more than 6000 eligible individual Mentor clients



70 million RON in loans through the Prima Casa program

3.2.2. Products and services for small and medium enterprises

We sustained our commitment to the SME sector by providing constant support and a wide range of products and services designed to meet customers' needs and expectations. In 2016 we improved our dedicated products and broadened our services. We target lower middle and small business clients including agricultural clients and individual/family owned enterprises.

Innovative e-products

Within the framework of digitalization, we launched two innovative products to our SME clients:

- Overdraft based on personal pledge: with this product OBR was the first bank in Romania who offered an online lending product. The loan can be claimed by existing clients, up to the maximum amount of 200,000 RON.
- Online current account: new clients are able to open a current account and can have access to popular services, such as OTPdirekt and debit cards via a user-friendly application. The major benefit of the service is quick access and simplified processes, meaning one single visit to the branch.

PRODUCT DEVELOPMENT

We updated the SME Business Line to further meet our clients' expectations:

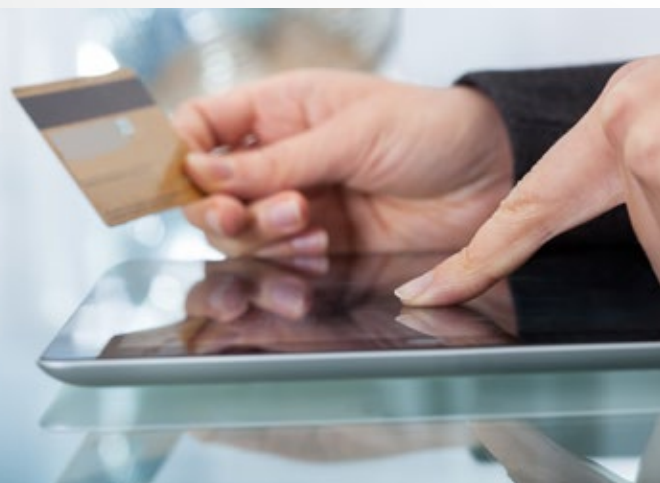
- The four types of SME packages were modified to offer more discounts (e.g.: free cash-withdrawal, more free internet-banking payment orders, new services for Shoptsie (Soldigo) clients.



- We introduced the medium term cash loan.
- Our support for agricultural clients was strengthened in 2016. The volume of new financing increased by 86%, compared to the previous year. We launched a unique double SAPS product that pre-finances the EU subsidies for agri-clients for a two-year tenor, including the client's own contribution. The clients need to hand in the request only once for the span of two years.
- We strived to encourage our SME clients to use POS terminals with contactless technology in order to make payments easier and more comfortable to their customers. Our promotion included free installation and a lower processing fee for the first months.
- In 2016, we continued the preparation of the partnership with the European Investment Bank (EIB) in order to conclude a financing agreement of 25 million EUR for OTP Bank Romania. This will provide funding access to final beneficiaries (SMEs and public sector entities) to facilitate youth employment in all sectors. We plan to grant the loan from 2017 on.

OTP Smart Start package continued to be popular among our start-up and micro enterprise clients. The package is easy to open (www.smartimm.ro) and offers favourable conditions. In 2016, 1651 packages were sold.

Regarding loans provided for special environmental and social purposes, in 2016 OBR financed eight projects aiming at the protection of the natural environment, with one being related to education, two to condominiums and five to healthcare. By the end of the year, 42 projects were part of our portfolio, with a special environmental or social advantage, up to the total volume of 24,1 million RON.



SME CORNER

Based on the positive feedback on the SME Corner – where a dedicated SME officer serves our clients – we set up 5 more SME corners in 2016. According to our clients, the SME corners are able to provide a higher quality service.



86% volume growth of agribusiness loans for SME clients



5 new SME corners were set up

3.2.3. Products and services for corporate clients

We focused on local mid-sized companies with high business potential, and we sustained our strategic approach towards agricultural clients.

We made minor adjustments to our agri products, besides providing our formerly designed services on the basis of conventions and amendments with APIA (subsidies for surfaces of agricultural lands, aids for animal welfare like pigs, cows, birds etc.) and FNGCMM (National Credit Guarantee Fund for SMEs) and FGCR (The Rural Credit Guarantee Fund).

In 2016 OBR financed companies that had developed large infrastructure projects, such as roads, motorways and railways. The total amount of these loans was 40 million RON.

We also provided loans for environmental protection and energy related projects: 42 of these aim to improve energy efficiency, 7 focus on renewable energy and 17 projects are related to waste management. At the end of the year, 80 such projects were in our portfolio, totalling 226 million RON.

OTP CONSULTING ROMANIA

Our subsidiary provides a wide range of services covering financial advisory services, local development consultancy both for companies and local authorities. In 2016 we implemented more than 20 projects aiming at environmental protection, especially water-, wastewater- and waste management.

OTP Consulting Romania also developed an innovative concept

for small manufacturers in partnership with NGOs (LAM Foundation and AGOSIC). The project aimed to enhance the small manufacturers' marketing and sales activity through a special weekly market, and they received consulting services and training to acquire the necessary knowledge.

We participate in the BAS Business Advisory Service program of EBRD. Our project, prepared for an agricultural company, was promoted as a best practice within the program. We supported Erdeiagro crop farm in business development, cost reduction and profit increase. To achieve these goals OTP Consulting Romania performed a thorough company diagnosis, explored the local and regional development options and drafted a strategy. The company's turnover and profit increased significantly, while financing cost decreased in a one year term. We implemented 3 EU funded projects in partnership with the Romanian Chamber of Commerce and Industry. "FIA" project aimed to inform more than 10,000 Romanians in the Diaspora about entrepreneurial opportunities, developed a training program for 220 participants, and selected, financed and monitored 22 business plans. The aim of the project was to support the return of Romanian people from the Diaspora.

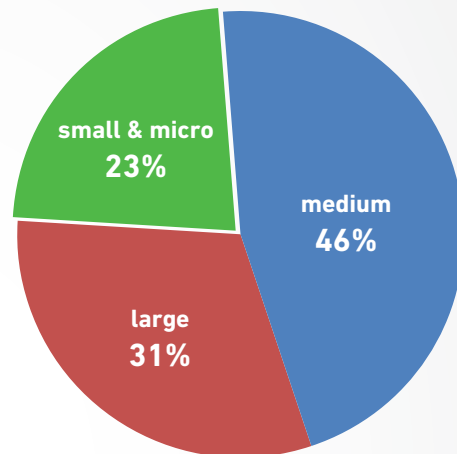


1500 people on the entrepreneurial courses of OTP Consulting Romania

We have implemented 2 projects in the Center Region and in the South Muntenia region, where the main objectives were to provide entrepreneurship courses for more than 1300 people altogether, and to select, finance and monitor 160 businesses.

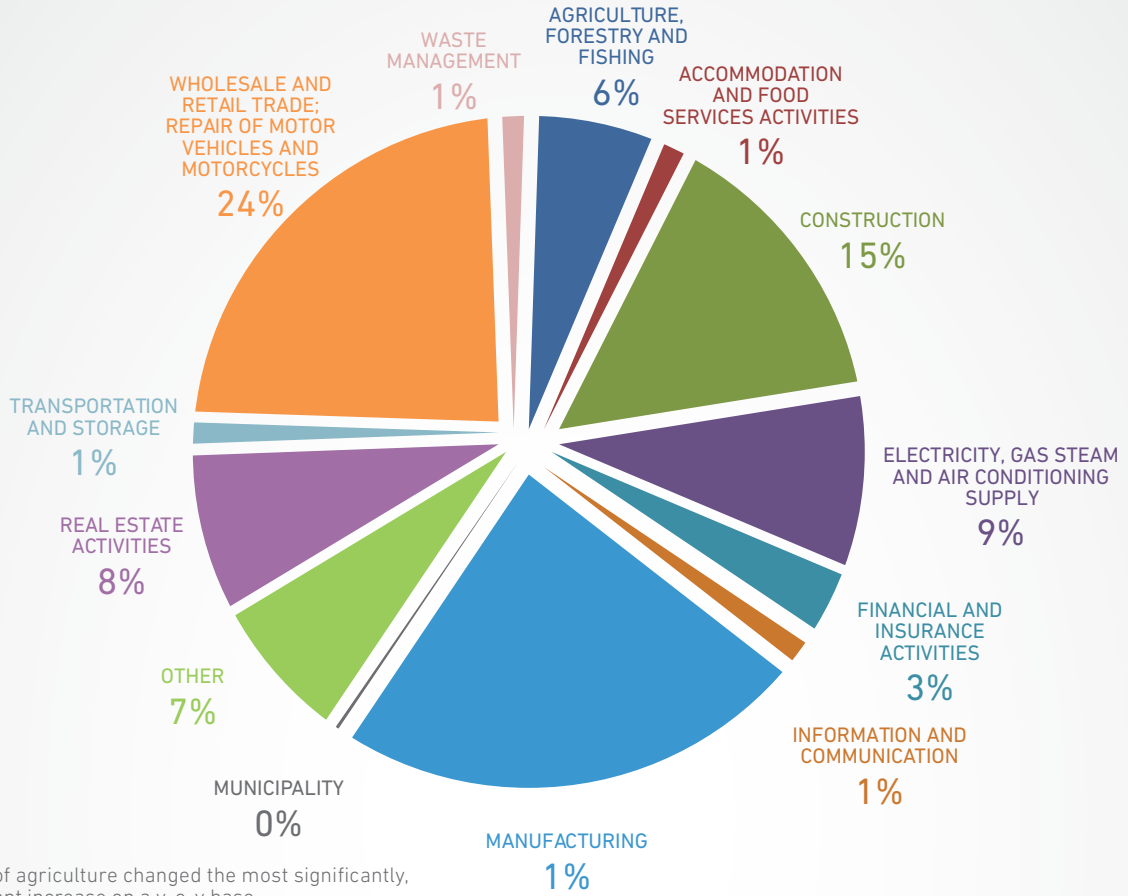
3.2.4. Product portfolio

Our corporate portfolio divided by size and sector can be seen in the following charts:



The share of small and micro companies increased further by 3 ppt (percentage point), while share of medium enterprises decreased by 3 ppt and share of large companies remained the same in 2016 (y/y).





Share of agriculture changed the most significantly, by a 3 ppt increase on a y-o-y base.



Breakdown of portfolio by sector and company size:

Product Portfolio	SME	Medium and large enterprises
Assets by sector, within balance sheet, %, 31/12/2016		
Agriculture, forestry, fishing	9%	6%
Mining, quarrying	1%	0%
Light industry	17%	26%
Electricity, gas, steam and air conditioning supply	6%	9%
Water supply; sewerage, waste management and remediation activities	1%	1%
Construction industry	10%	13%
Wholesale and retail trade; repair of motor vehicles and motorcycles	34%	25%
Transportation and storage	4%	3%
Accommodation and food service activities	4%	1%
Information, communication	2%	1%
Financial and insurance activities	1%	3%
Real estate activities	5%	7%
Professional, scientific and technical activities	4%	3%
Administrative and support service activities	2%	1%
Public administration and defence; compulsory social security	0%	0%
Education	0%	0%
Human health and social work activities	0%	0%
Arts, entertainment and recreation	1%	0%
Other services	0%	0%
Household employment activity, product manufacturing	0%	0%
Organization outside the area	0%	0%
Total (million RON)	1,214	1,951
Sectors are in accordance with the ISIC sector classification, company size is in line with the legal requirements.		

3.3. Ethical Conduct of Business, Risk Management and Banking Security

3.3.1. Transparency and communication

OUR PRINCIPLES

OTP Bank Romania is committed to transparency and to efficient communication. Detailed information about our financial results is available on our website, including quarterly stock exchange reports, annual reports and CSR/Sustainability reports. We constantly communicate relevant data related to our bank's activity, regarding products and services, improvements for our clients.

We consider and treat the media as partners who have an important role in informing the citizens about economic reality and changes. Our doors are always open if it is either an off-record conversation that we do regularly or a press conference. In 2016 the hottest topic was still the CHF loan conversion (please find OBR's solutions in Risk Management chapter).

Regarding Millennium Bank merger our main challenge was to establish a good relationship with the former Millennium Bank clients, while maintaining it with our previous client base. Based on the results of our customer satisfaction survey, we managed to keep our good practices.

MEMBERSHIP

In 2016, OTP Bank Romania was an active member of the Romanian Banking Association, the Bank Deposit Guarantee Fund, the American Chamber of Commerce in Romania, the Mures County Chamber of Commerce and Industry and the Hungarian Business Association in Romania. Consequently, we regularly give feedback on and contribute to public policy changes.

PROVIDING INFORMATION AND PRICING

We want to make sure that both our employees and clients are aware of the risks, the proper use and benefits of products,



and make decisions based on all necessary information. Our efforts to enhance financial literacy support clients in the long term. At the same time, we are straightforward with our clients and regularly organize specialized trainings and assess the knowledge of our front-office colleagues. Our sales colleagues are expected to complete electronic tests on a daily basis. The use of these tests improved the general awareness of priorities and enables us to address key concepts towards our colleagues.

We ensure our clients a transparent pricing policy. This means that interest rates are upfront and include all costs without any hidden commissions. Detailed information regarding the functionalities and costs is part of the contractual documents. OBR credit clients are informed according to the national and European legislation regarding the risks of the loan through the dedicated form, that is, mandatory to be issued: "Standard information at European level for the loans granted to consumers". Credit contracts are explained, negotiated and personalized for corporate clients. Key aspects and potential deal-breakers are clarified in a transparent way and pre-agreed with the clients before getting internal approval for completing the final form of any transaction. During the process, our employees act as financial and business consultants.

3.3.2. Business Ethics and Compliance

We are convinced that ethical business conduct supports our competitiveness. To ensure the protection of customers' interests and of fair, ethical and transparent operations, we place emphasis on compliance with legal provisions and even beyond, with the requirements of business ethics.

CODE OF ETHICS

We renewed our Code of Ethics in 2015, which is available on our website (www.otpbank.ro/en/code-of-ethics). The Code was approved by the Supervisory Board (preliminary approval of the Management Board) at the end of 2015, and it came to force at the beginning of 2016.

Among others, the Code of Ethics prescribes fair business practices, appropriate ways of expressing opinions, avoiding conflicts of interest and corruption – including the acceptance of gifts, commitment to free and fair market conditions that facilitate competition. The Code also declares respect for and provides equal opportunities and the aim of creating a working environment where individual differences are accepted and appreciated. Besides the description of our values and commitments, possible ways and channels of reporting an ethical issue are declared. The procedural rules of the Ethical Committee came into force as well. The management, employees and external suppliers had to sign a statement in 2016, undertaking to act in compliance with the Code of Ethics. We have introduced a new conflict of interest policy and a new rule regarding insider trading and market abuse. The monthly statements of new employees are checked regarding their appropriateness. We constantly monitor existing relationships between our employees and our corporate clients.

The main changes of the documents, compared to the previous versions, are: references to the organizational units, update of legal framework, extension of confidential obligation for an unlimited period of time after leaving OBR.

COMPLIANCE

The bank's independent compliance and legal organizations support compliance with the Code of Ethics, prevention of deviations from the law, the bank's internal regulations and behavioural rules, and the protection of consumers. Regarding the case started in 2015, initiated for breaching equal opportunities, the employee's complaint was rejected by the National Council for Discrimination Combating, and OBR was not sanctioned. No incidents regarding discrimination were reported in 2016.

In 2016, the number of complaints remained on the same – increased level – compared to the previous period, and it had increased by 8% compared to 2015. The most complaints were related to the CHF conversion program, where our colleagues had to make extra effort to explain the system, and as the volume caused a heavy burden, more mistakes ensued despite our intentions.

As a result of our internal audits, we reviewed and improved our internal regulations on complaint management, resulting in significantly reduced response time.

Compensations paid to customers	2014	2015	2016
Compensation paid for legitimate complaints	105 cases 865,000 RON	171 cases 180,000 RON	506 cases

In 2016 the authorities closed 26 legal proceedings against OTP Bank Romania, all initiated for breaching the consumer protection rules. In 4 cases the procedures were closed with acquittal; 11 cases were taken to court, and in all 11 proceedings the bank was forced to pay a total fine of 24,000 RON. The fines were all imposed for not fulfilling the variability of interest rates prescribed by the law. All cases ended with fines, with the total amount of fines increasing, compared to the previous year.



3.3.3. CHF Loan Conversion Program

The unexpected evolution of CHF exchange rates in 2015 caused a big challenge for all CHF loan clients in Romania. Both the financial institutions and the government tried to ease the burden and started to find a viable solution. OBR was the first bank in Romania to offer temporary solutions as soon as 2015.

Subsequently, we launched our own CHF mortgage loans conversion program in order to provide a long term solution by the end of 2015. Our program was in line with the guidance of the National Bank of Romania regarding the management of CHF loans, and represented one of the most competitive solutions on the market. Our concept was to convert the CHF loans into RON or EUR, while providing a significant discount on the loan balance. The solutions were customized for each client, in accordance with the loan's specifications, the granting year, the initial interest rate, the client's credit history and current needs. The clients were able to benefit from a discount of 17.5%-25% of the loans balance. The program was executed between January and August 2016.

The program addressed all of the 10,500 clients with mortgage-backed CHF loans, originated by OTP Bank Romania or Millennium Bank. In order to access the program, the clients were eligible if they had less than a 90-day delay of their monthly reimbursements. 73% of the eligible portfolio was converted. The average of the granted discount was 21.5%, amounting to 254.5 million RON. (The conversion program was the main reason for the decrease of OBR's market share in the retail loan segment.)

In defining the contractual terms, OBR took into account the feedback received from the clients and representatives of specific associations. The contractual clauses clarified that in case of approval of the legislative initiative, regarding the loans mandatory conversion, the bank would apply a compensation mechanism for the amounts voluntarily granted as discount. If the potential solution of the state authorities exceeded the discounts offered by OTP Bank Romania, the bank would bear the difference in favour of its clients, otherwise, the contractual clauses would remain unchanged. In this manner, OTP Bank Romania ensured that its clients would receive from the most advantageous offer. The so-called "walk-away" law would

have required banks to convert all mortgages originated in CHF into local currency at the rates prevailing at the time of origination. At the beginning of 2017, (already known by the time of report writing) the Constitutional Court declared the act unconstitutional.



254.5 million RON discount granted for clients within the CHF loan conversion program

3.3.4. Risk management

OTP Bank Romania reinforced its position as a solid and stable bank in 2016 as well. We are convinced that our strict and conservative lending policy plays a major role in the stability of the bank. Our priority is to continue a balanced risk appetite. We continuously develop our risk management system and regularly review our processes. As a result of continuously monitoring the quality and evolution of the loan portfolio, we provide monthly and quarterly presentations for the Risk Management Committee and to the Bank's Directorate.

In 2016 no major changes were implemented regarding the risk assessment framework, only fine tunings were initiated to align with the group-level and local best practices. We have also updated the scoring systems for personal cash loans and credit cards.

CLIENT PROTECTION PROGRAM

OBR's overall portfolio improved and was better than the overall industry averages in 2016.

We continued to offer the tools of our comprehensive Client Protection Program (CPP) after the CHF conversion program. The program aims to help clients with reimbursement difficulties repay their monthly instalments without accumulating considerable fines, and to consequently keep the stability of our loan portfolio. The net amount of restructured loans fell to 47% by the end of 2016, YoY. 3.66% of the total portfolio was restructured at the end of the year.

In case of retail clients, we concentrated our efforts in the direction of clients who are willing to pay the monthly instalments. In the majority of cases, the suspension of monthly instalments (payment reduction) was used as a tool.

In case of SME and corporate clients, the necessary special measures are taken on a case by case basis, restructuring the loans, modifying the repayment schedule, implementing additional collaterals, etc. The restructuring rate of the SME portfolio volume decreased from 14% to 12%; in case of corporate clients, it dropped from 13% to 6% by the end of 2016.

Distribution of loans active in CPP in December 2016:

	Retail loans	SME loans	Corporate loans
Total net amount (RON)	69,423	64,460	95,468
% of no outstanding payments	54%	64%	45%
% of less than 15 days overdue	19%	8%	23%

During 2016 the overall volume of the non-performing loans (NPL) ratio increased by 0.7ppt YoY and was 17.4% at the end of 2016.

ENVIRONMENTAL AND SOCIAL RISK

We have used "the Working procedure regarding environmental and social risk in the lending activity of OTP Romania" since 2009. The procedure is applicable for legal entity clients having an exposure over EUR 1 million with our bank. OBR's approach is to comply with the legal regulations, which also entails requiring proof concerning environmental and social issues. Non-compliance triggers penalties or blocking of the facility, depending on the relevant structure in place.

OPERATIONAL RISK

Regarding operational risk, we initiated the AMA⁹ approval process in 2014, but due to the Millennium Bank merger, the approval was postponed by the supervisory authority. We submitted our new application to the responsible authority in 2016.

In 2016, the most frequently emerging operational risks were loan contract-related risks, similarly to the previous years. The number of fraud events and ATM attacks did not change significantly.



⁹ Advanced Measurement Approach



3.3.5. Banking security

Banking services are inseparable from security, though finding the balance between secure operation and customer friendliness is a great challenge. Both our clients and colleagues expect easy-to-use systems, where security is sound but does not require too much effort or inconvenience. To comply with the highest standards and expectations, we constantly improve our practices. In 2016, a new Compliance and Security Policy was approved by the Management Board and by the Supervisory Board.

IT SECURITY

Ensuring IT security is one of the greatest challenges nowadays. We managed to avoid significant damage in security incidents during 2016. We started to implement our new IT Security Regulation, which drew up 37 measures to implement within a two-year period. Among others, the measures include awareness raising activities, new and upgraded regulations throughout the banking procedures and improved risk assessment processes. In 2016, we implemented several measures in order to reduce the IT security risks and to improve our systems, e.g.: we

- introduced certificate inspection for all outbound connections,
- launched wireless application protocol and Database Access Monitor systems to extend previously unseen web traffic and attacks;
- improved our data loss prevention system;
- enhanced our malware analysis capabilities for more accurate results,

- introduced a new spear-phishing testing solution,
- upgraded our security incident and event management system to have a better insight into security incidents.

We are aware that our colleagues have a great role in achieving a better security. In 2016, we reviewed and updated all training materials and we sent announcements and information messages periodically to the whole staff. The new spear-phishing testing involved all branch employees, and we used quizzes and games to increase security awareness.

CUSTOMER DATA

Personal data protection is managed by the Compliance and Bank Security Directorate and by the Legal Directorate. Our goal is to prevent any unauthorized person's access to bank secrets and to prevent unauthorized information flow. An incentive mechanism is in place for the employees to be able to report possible non-compliance situations, generating a potential risk for the bank. Besides the developments mentioned above, we improved our system for detecting access to customer data within the bank's databases in 2016. We also enhanced cypher strength on public web applications in order to protect data. In 2016, no complaints were submitted regarding breaches of customer privacy and losses of customer data.

SECURITY SERVICE

The bank relies on external security service providers to act as security guards. In their actions and practices, the security guards comply with the security policy of the bank. According to the legal provisions, the activity of security guards has to be assured and registered on a daily basis. Any non-conformance within the service providing processes should be reported by the branch manager. The training of security personnel is continuous.

Strategic goals

Enhancing OTPdirekt with new functions, e.g., fingerprint authentication, mobile bank applications for Millennials. (2017)

Further increase of SME business activity:

- extension of SME e-account to different client segments. (2017)
- developing e-loans for non-client SMEs through a fully automated workflow. (2017)
- re-segmentation of SME clients based on annual turnover. (2017)
- Improvement of agriproducts. (2017)

Strengthening the preventive component of risk management through comprehensive operational risk self-assessment and appropriate measures. (2017)

Implementing behavioural scoring for private individual clients. Improving communication between Compliance and Security Division and the other organizational units of the bank. (2017)

Creating a more comprehensible, user friendly version of the norms regarding information protection. (2017)



4. EMPLOYEES

Relationship One of our newly defined key values is people. We are aware of the importance of our staff in our success and in achieving our mission. We are committed to provide great opportunities to our colleagues and we act responsibly towards them. We respect the rights and support the welfare of our employees. In 2016, we started a comprehensive organizational culture program to align our organization's skills to the quickly changing challenges of today and to enhance collaboration within our culture.

Organizational cultural program

Leader Academy



2015 We said		2016 We did	
Redesign of Talent Management Program	✓		We renewed the program.
Beginning of the implementation of the company culture program with focus on improving collaboration, communication, and learning and development	✓		We started to implement the program.
Targeted activities to increase employer branding	✓		We strengthened our presence on LinkedIn and introduced other initiatives.
Teambuilding activities to facilitate the integration of Millennium Bank employees	✓		We carried out team building events with the participation of the majority of our staff.
Increasing the number of partnerships with the local universities	✓		We started a cooperation with the University of Bucharest, the University of Suceava, and with the Spiru Haret University.

✓ FULFILLED

🔄 IMPLEMENTATION IS ON-GOING

✗ NOT FULFILLED

Organizational development program

Based on the overall organizational culture research, which covered the employees of the former Millennium Bank as well, we started the implementation of the organizational development program.

The main objectives of the program are:

- to collaborate better,
- to communicate more efficiently and
- to build a learning culture.

Our newly defined key message is: "We are the new generation of professionals. Together we build the future of banking." Our CEO's active participation in the program supported the credibility thereof. Our CEO invited the head office management, the regional directors and the heads of OBR's subsidiaries to the official launch of the program with a personal message. The event took place with nearly 100 participants, and both the CEO and the Deputy CEOs gave presentations. All participants were invited to contribute to the newly defined vision, mission and values, and the participants' input was integrated afterwards. The CEO and the deputy CEOs personally handed over a 'thank you' note to the directors and managers. The directors and managers repeated this courtesy towards their colleagues.

In 2016 the main projects of the program were:

- redefining the strategy and its communication;
- communication workshops for managers and directors;
- communication kit for the management team;
- implementing the first phase of Leader Academy;
- launching the official page of OBR on LinkedIn;
- redesign cafeteria.



Further details regarding the implemented projects can be found on the next pages of the report.



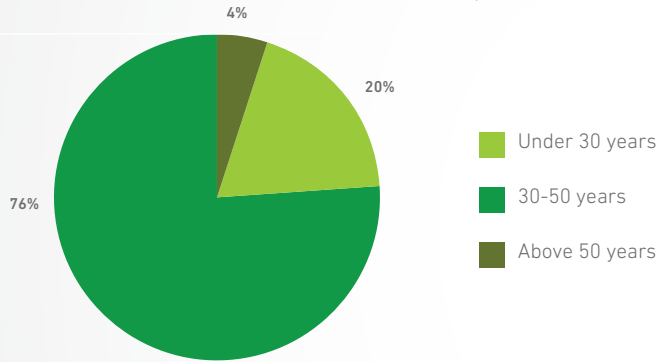
1800 followers of the OBR LinkedIn page

Staffing

The headcount of OBR remained almost unchanged in 2016, compared to the previous year.

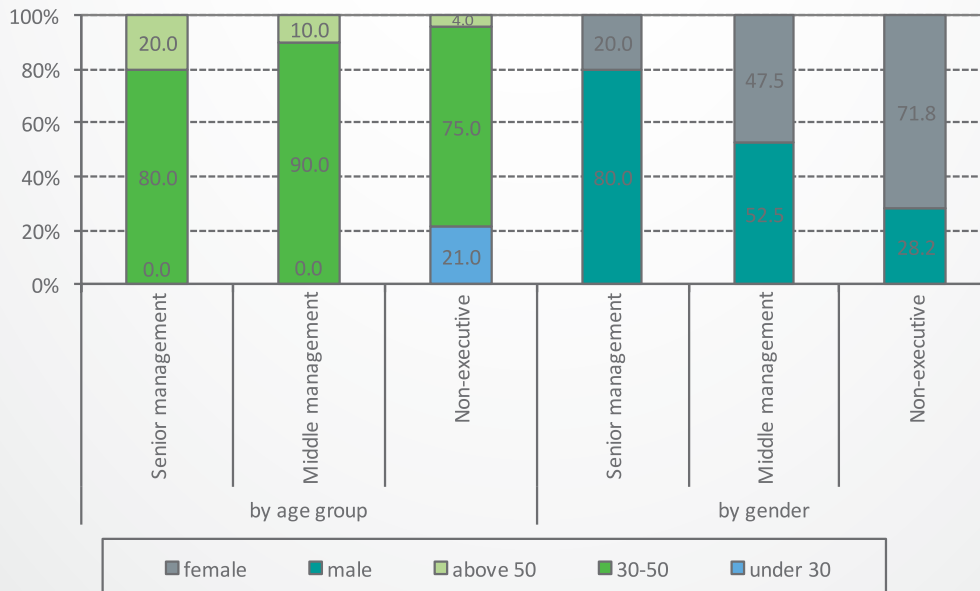
Employee headcount data number of persons, 31 December	2014			2015			2016		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Full-time employees	292	668	960	359	842	1201	343	833	1176
Part-time employees	6	6	12	2	7	9	7	15	22
Total number of employees	298	674	972	361	849	1210	350	848	1198
Percentage of employees with a fixed-term employment contract	2%	5%	5%	4%	8%	6%	4%	5%	5%
Percentage of male	-	-	31%	-	-	30%	-	-	29%
Percentage of female	-	-	69%	-	-	70%	-	-	71%

Breakdown of EMPLOYEES BY AGE GROUP, 2016



The breakdown of employees by age group shows almost the same results as at the end of 2015.

Breakdown of position by gender and age group 31.12.2016

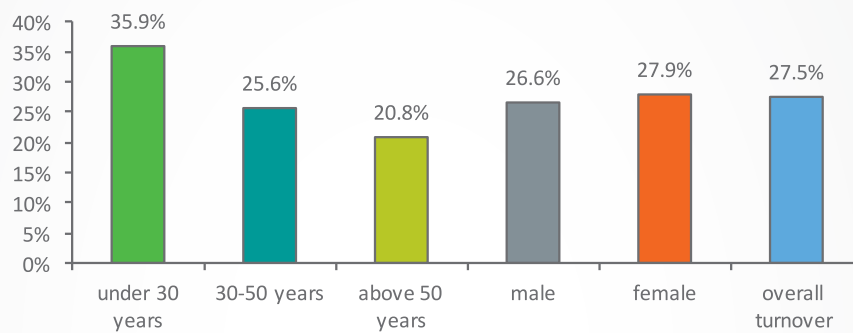


Equal opportunities are ensured by hiring without giving preference to locals. However, most employees are from the local community.

Rate of locals and women within the management of OTP Bank Romania 31.12.2016

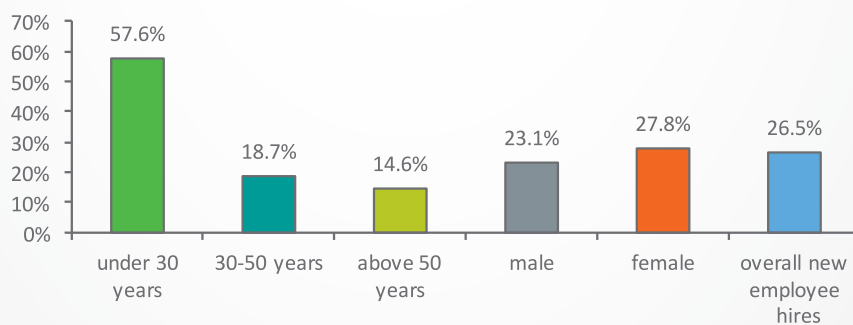
	Management Board	
	Rate of locals (%)	Rate of women (%)
OTP Bank Romania	40	20

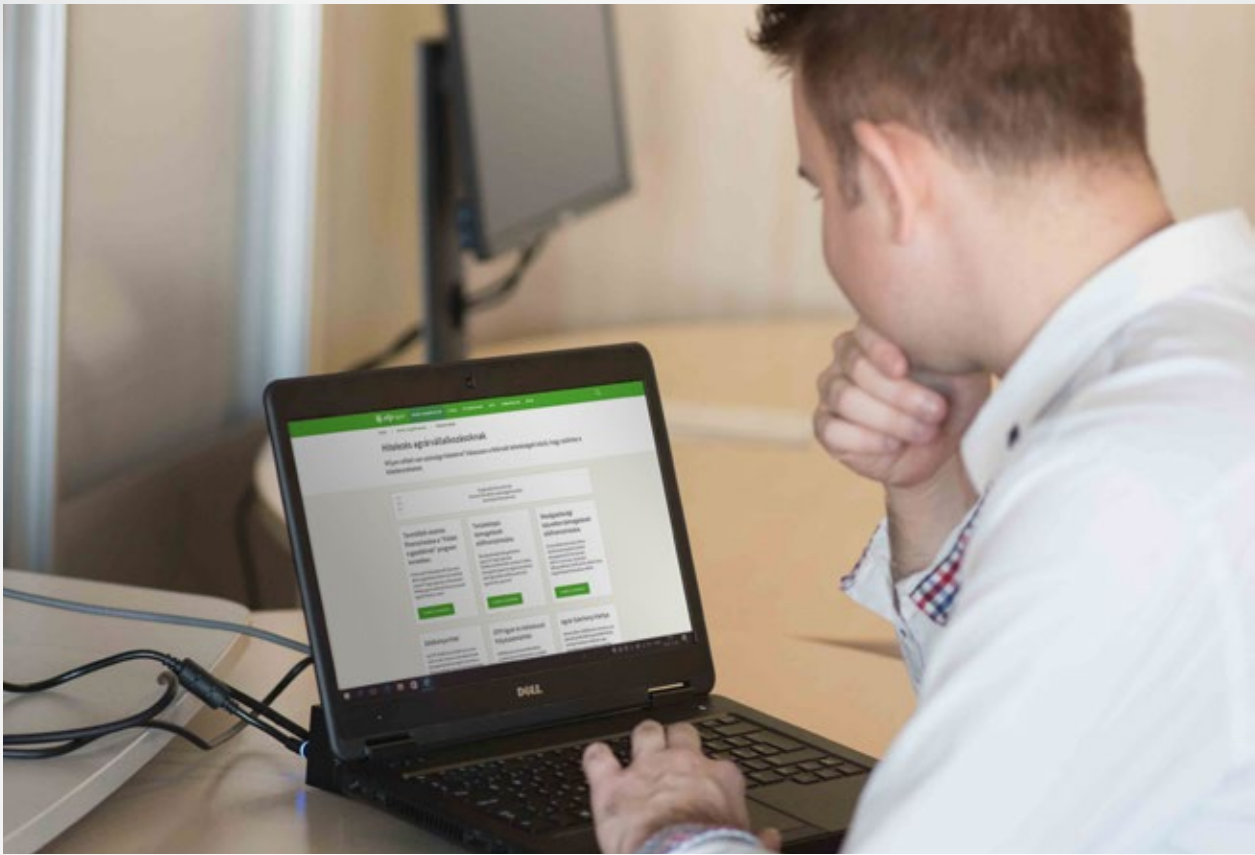
Percentage of employee turnover by age group and gender 31.12.2016



The turnover of employees increased significantly in 2016, compared to the previous year.

Percentage of new employee hires by age group and gender 31.12.2016





INTERNSHIP

Our internship program conveys a positive image about OBR to university students. In 2016, we continued to extend our cooperation with universities and built a strong relationship with three universities: the University of Bucharest, the University of Suceava and the Spiru Haret University¹⁰. We managed to maintain the high level of hosted interns in 2016. Out of 160 applicants, we hosted 102 interns. After the placements, 19 interns were hired, the most since the beginning of our program.



102 interns and 19 new hires in 2016

Professional development

Within the framework of the organizational development program, we placed great emphasis on trainings, especially, on the improvement of communication skills. We doubled the average hours of trainings per employee in 2016, compared to the previous year.

We started our Leader Academy program for the directors and managers of OTP Bank Romania and its subsidiaries. The training emphasised the role of the participants in cultural change, and another experimental training focused on understanding the importance of learning, including the mistakes and giving feedback. We organized communication workshops, based on the Process Communication Model, to develop communication, leadership skills and team work. All the participants were provided the Green Book of Efficient Communication, a toolkit for everyday use.

For our non-manager employees, we provided hard and soft skill trainings in order to be able to serve our clients on the highest level.

¹⁰ Besides, we have a partnership with Partium Oradea, Sapientia Miercurea Ciuc, Babes-Bolyai Cluj and Universitatea de Vest Timisoara, Alexandru Ioan Cuza University, Iasi and Academy of Economical Studies, Bucharest.

Hours of in-class training per employee	In-house						External					
	2014		2015		2016		2014		2015		2016	
Senior management	73.6		2.0		0		156.8		12.8		19.2	
Middle management	48.3		3.7		15		129.7		38.5		77.0	
Non-executive	22.5		8.9		13.5		5.8		0.7		4.42	
Average	Male	Female	Male	Female	Male	Female	Male	Female	Male	Female	Male	Female
	16.0	27.1	11.5	7.5	13.1	13.6	12.9	8.8	2.2	1.8	15.0	3.6



2.2 million RON spent on trainings, 60% increase compared to 2015

Performance evaluation and remuneration

Our remuneration policy (Compensation & Benefit Policy) and system rely on equal base-pay, performance evaluation and transparency. We regularly update our policy in order to be in accordance with the legal requirements. In 2016 no significant change was made. Our performance ratings are closely related to the performance management system.

We provide the same benefits for full-time employees and temporary or part time employees:

- regular benefits, such as life insurance, medical services, meal vouchers, bank sector benefits, retirement benefits equalling at least 2 months' basic salary, and
- benefits in special cases, such as child birth, marriage, a family member's death, death of an employee.

The CHF conversion required extra effort from many of our colleagues but in all cases, overtime work was appreciated and paid accordingly.

DIPLOMAS

We continued our tradition to honour our employees' commitment and high achievements with awards. We honour loyalty with loyalty diplomas each month for colleagues who

celebrate their anniversary of working for OTP Bank Romania. We have approximately 80 colleagues every month to grant. At the end of 2016, 23 awards were handed out to our colleagues at the annual Christmas party, honouring their outstanding performance and good ideas. During the CHF conversion program, we had special diplomas and awards on a weekly basis for the top 5 branch teams.

Health and working environment

We are committed to protect our colleagues' health, therefore we provide several medical services for them. Free medical check-ups, general medical services and professional medical advice are available for the family members of our colleagues as well. All of our employees are eligible for health and accident insurance, discounts are available at dental and medical clinics and several health and recreational facilities. Colleagues in Bucharest are able to take advantage of free optometric check-ups, discounts at sports clubs, spas; on site chair massage is offered for the HQ staff. In 2016, we increased the allowance for optical glasses.

We continued to organize a health day, a nutrition day and maternity program for mothers-to-be.

Absenteeism caused by illness or accident	2014			2015			2016		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Sick leave (number of working days)	7,082	15,237	22,319	6,689	14,722	21,411	8,359	18,735	27,094
Rate of absenteeism	10.2%	22.0%	9.9%	8.0%	17.6%	7.6%	10.5%	11.1%	10.9%

One accident occurred to a female employee every year in the last three years. No fatalities occurred within the last three years. Preferential holidays have been available in our accommodation facilities for years. In 2016 we provided this opportunity in Constanta, 153 employees and their families benefited from preferential holidays.



Internal communication

TEAM BUILDING

In 2016, the most important initiatives to improve our internal communication culture were the trainings to our managers and the team building events. Team building involved both the head office and branch colleagues, as well as former Millennium Bank colleagues.

The main objectives of the events were:

- consolidation and homogenisation of the team,
- development of the ability to successfully manage new situations,
- improvement of efficient use of resources,
- stimulation of cooperation and cooperation towards a common goal,
- encouraging initiative and involvement.

IMPROVEMENTS

Besides these programs, we enhanced our internal communication channels, taking into consideration our colleagues' feedback:

- we re-launched the CEO Blog with two articles per month,
- we created new sections and changed some others on the intranet and in OTP Magazin,

- we implemented a small campaign encouraging less e-mails and more personal talks, and
- our e-mails became more friendly, shorter and more attractive.

To create a more involving atmosphere and to improve our colleagues work-life balance, we organized several actions and events throughout the year: hobby workshops, fruit day, internal fairs.

SURVEY The results of our internal communication survey confirms our efforts:

- 98% of the respondents stated that they are informed about the company's activities through the internal communication team.
- Most respondents stated that they mainly received information through the internal communication email account (73.1%) and through the intranet platform (18.3%),
- Other channels of internal communication mentioned by respondents: Facebook corporate (29.4%), SMS (8.9%) and Email (1.7%),
- Over 95% of respondents consider that the communication team answers their requests and questions all of the time or most of the time,
- Over 54% of respondents would not change anything in the approach and tone of the messages transmitted via email. Among the changes mentioned by part of the respondents are: friendlier style, shorter information and faster feedback,
- Most respondents (64.3%) did not mention other subjects that could be covered in the messages transmitted via email. The topics mentioned were information and news from the banking segment (13.8%) and leisure suggestions and internal information (11.4%),
- 88.4% of respondents read Blog CEO,
- Other topics that respondents would approach: economic and financial issues (4.9%), professional development (4.2%), leisure, employee experiences (3%), personal development (3%), curiosities in other industries (2.7%).

Our cooperation and relationship with the trade union remained unchanged in 2016.



98% of the respondents are informed on the company's activities through the internal communication team

Strategic plans

Implementation of the second phase of Leader Academy. (2017)

Defining the projects of organizational development. (2017)

Implementing the consolidation phase of the organizational culture program. (2017)

Increasing the employer brand of the bank. (2017)



5. COMMUNITIES

We strive to work together and support the communities we are part of. As a responsible and active citizen, OTP Bank Romania invests in communities' well-being through sponsorships. We express and strengthen our commitment to our values. We build long term cooperation. Our most significant community investment is the "Right to Education" Foundation, aiming to enhance financial literacy. Please find more details on its activity in Chapter 2.

Szekler Museum of Ciuc

OTP Community

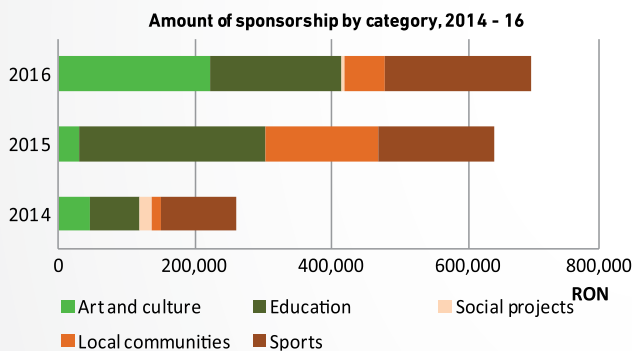


SPONSORSHIP POLICY

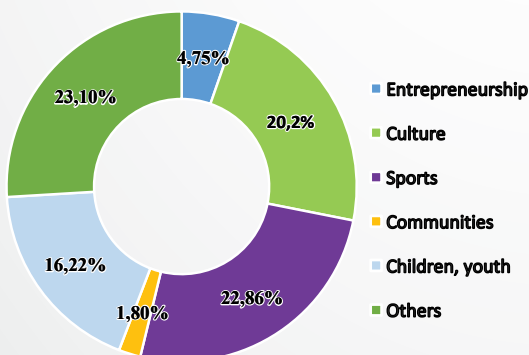
In 2016, we updated our sponsorship policy, and created clearer and more objective communication of the approval process. At the same time, the key areas of the policy remained unchanged, so we concentrated our efforts on the following fields:

- **OTP Equal Opportunity Program:** aims to support disadvantaged groups who need to overcome a drawback – mental or physical handicap, lacking resources to obtain proper education – and also to support children and youth organizations. We attempt to help these groups by improving their quality of life and by integrating them into society.
- **OTP Community:** supports events, programs that strengthen communities and contribute to the preservation of cultural heritage and further cultural development.
- **OTP Sport Program:** promotes sports organizations, competitions and leisure activities that require physical and mental stamina, concentration, tactical skills and finely tuned teamwork.

We managed to sustain the budget of sponsorships on a high level only to increase it further.



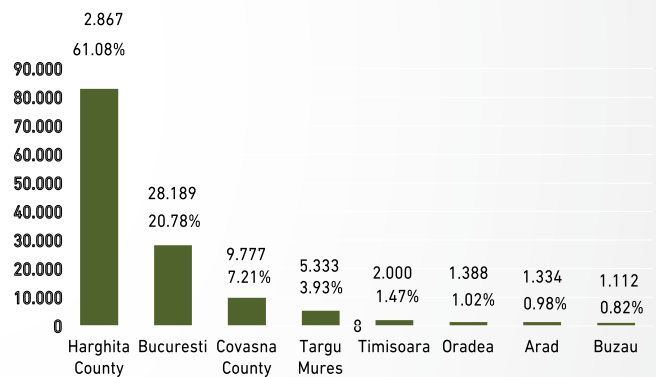
Sponsorship budget distribution by sponsorship type in 2016



The three most important fields of sponsorship were art and culture, education and sports, where we maintained our long term relationships. The main organizations and projects supported in 2016 were:

- **“Right to Education” Foundation:** support of the maintenance and daily activity of the foundation,
- **Mikó Ferenc Association – Szekler Museum of Ciuc:** “Tivadar Csontváry Kosztka Art”, we are the main sponsors of the museum,
- **INFOCONS Association:** National Competition on Customer Protection “Choose” It is your right! focusing on students in 1st-9th grades,
- **Handball Club Odorheiu Secuiesc:** support of the daily activity of the club.

Regarding the regions, below you can find the sponsorship budget distribution by city in 2016:



790,500 RON sponsorship, 24% increase compared to 2015

VOLUNTEERING

We are proud that many of our colleagues take participated actively in volunteering activities. Volunteering is a tradition at OTP Bank Romania and we strive to encourage it continuously.

In 2016:

- We organized “Donate Blood! Save Lives!” events at our headquarters in Bucharest and approximately 40 colleagues participated in each session.
- We carried out our traditional internal campaign, promoting the possibility to give 2% of personal income tax to the non-governmental sector, especially to the “Right to Education” Foundation. Around 200 employees offered their tax to the Foundation, resulting in a 20% increase compared to 2015.



OTP Community

With the invitation of our CEO, some of our actively volunteering colleagues set up the OTP Community, in October 2016. The aim is to organize volunteering activities. The first two events were related to Christmas, and OTP Community managed to involve many of our colleagues.

- Through a cooperation with Vodafone Foundation, our colleagues prepared presents for 30 children from disadvantaged families. The action was organized online, and our colleagues personally handed out the presents to the children on a special occasion. More than 150 colleagues took part in the initiative. We offered presents worth of RON 9,000.
- OTP Community organized a Christmas Fair: our colleagues sold their home-made products to colleagues, raising funds in value of RON 10.788. The collected money was spent to prepare necessary equipment and materials for 40 children at a kindergarten in Aprozi. More than 100 of our colleagues participated in the action.

Our internal communication survey assessed our colleagues' awareness of the bank's CSR activities:

- 96% of the respondents are familiar with the activities of the “Right to Education” Foundation,
- 69% are informed about OBR's CSR activities,
- 78% donate the 2% of their income tax,
- 19% of the respondents would like to get involved in specific volunteering actions.

Strategic plans

Involvement of our colleagues in the activities of “Right to Education” more actively. (2017)

Increasing volunteering through OTP Community. (2017)



6. ENVIRONMENT

We strive to operate our offices in an environmentally friendly way. Being an office-based business, our focus is on the use of electronic devices and paper, rationalization of business travel and energy consumption. Reducing our energy, water, paper consumption is also important for saving costs.

Our measurements and activities are defined with the objective to decrease and maintain operating costs for years to come, as a result 2016 saw no major investment.

To promote environmental responsibility among our colleagues, we created a special section in our newsletters. We share information and give tips regarding environmentally conscious behaviour both for home and the office.

Paperless initiatives

Donated furniture

Environmental section in the newsletter



Energy

OBR's energy consumption decreased by 20% compared to 2015, to 24 100 GJ in total. The reduction is due to favourable weather conditions and to the fact that certain parts of the HQ office space became unused. Our electricity supplier ensures that a significant ratio of our consumption derives from renewable resources.

Business travel is a significant portion of our environmental impact. Kilometres run by the vehicle fleet decreased by 15% in 2016, compared to 2015.

The number of business flights increased significantly compared to 2015, and most of the flights (86%) took place between Budapest and Bucharest. At the same time, we used the video conference infrastructure to the full and whenever possible.

Energy consumption	Total (1,000 GJ)			Per employee (GJ)		
	2014	2015	2016	2014	2015	2016
Electricity	15.5	17.3	17.0	16.0	14.5	14.1
Natural gas	9.2	8.5	3.4	9.4	7.1	2.8
District heating	n.a.	n.a.	1.9	n.a.	n.a.	1.6
Vehicle fuel	4.0	4.2	3.6	4.1	3.5	3.0
Total	n.a.	n.a.	24.1	n.a.	n.a.	21.6

The chart shows an estimation of energy consumption for 2014 and 2015, while values for 2016 are measured.



20% decrease in total energy consumption



Printing and paper

As a result of our digitalization program, several paperless initiatives were launched in 2016:

- post mail is replaced by e-mail as much as possible both in internal and external communication,
- we introduced an IT solution for scanning and electronic archiving,
- our e-products eliminate the use of paper in the processes.

Due to the CHF conversion program, no decrease was realized in the paper consumption and in the use of cartridges. However, 3% is only a slight increase in consumption compared to the previous year. Regarding printer cartridges, the increase was more significant.

Used materials	2014	2015	2016
Paper (tons)	73	75	77
Printer cartridges (kgs)	534	1906	2230

Waste

Besides the headquarters, Bucharest branches are involved in centralized waste paper collection. PET bottles are sorted at our headquarters offices. During the refurbishment of the branches, we keep some of the items in stock, the rest is sold or donated. We involved the "Right to Education" Foundation in the donation process.

Procurement

Our procurement policy was updated in line with the OTP Group policies in 2016. The Procurement Department of OTP Bank Romania is centralized on the bank level, while a stand-alone Procurement Department was created in 2016. The Investment Committee of OTP Bank Hungary decides on high value investments, and several parts of IT procurement are controlled by direct or indirect means (e.g. special regulations, prices valid on OTP Group level). The most determining factor, when selecting a product or service, is their price-quality ratio.





GRI CONTENT INDEX



Nr. of Disclosure	Description of Indicator	Page	Comments
Organizational profile			
102-1	Name of the organization	back-cover	
102-2	Activities, brands, products and services	website	http://www.otpbank.ro/ro/persoane-fizice/ http://www.otpbank.ro/ro/pfa/ http://www.otpbank.ro/ro/imm/ http://www.otpbank.ro/ro/corporatii/
102-3	Location of headquarters	back-cover	
102-4	Location of operations		Romania
102-5	Ownership and legal form	11, website	See the Annual report @ https://www.otpbank.ro/assets/pdf/rapoarte/raport-anual-2016.pdf
102-6	Markets served	website	See the Annual report @ https://www.otpbank.ro/assets/pdf/rapoarte/raport-anual-2016.pdf
102-7	Scale of the organization	12	
102-8	Information on employees and other workers	40	
102-9	Supply chain	52	
102-10	Significant changes to the organization and its supply chain		No significant changes happened.
102-11	Precautionary Principle or approach	35	
102-12	External initiatives		There are no such initiatives.
102-13	Memberships of associations	32	
Strategy			
102-14	Statement from senior decision maker	6	
Ethics and Integrity			
102-16	Values, principles, standards and norms of behaviour	33	Code of Ethics, Organizational and Operational Regulation, Group Management Regulation, Collective Bargaining Agreement
Governance			
102-18	Governance structure	14	
Stakeholder Engagement			
102-40	List of stakeholder groups engaged by the organization	15	
102-41	Collective bargaining agreements		100%
102-42	Identifying and selecting stakeholders	15	
102-43	Approach to stakeholder engagement	15, 25, 32, 44	
102-44	Key topics and concerns raised	25, 32, 44	

Nr. of Disclosure	Description of Indicator	Page	Comments
Reporting Practice			
102-45	Entities included in the organizations financial statements		OTP Bank Romania, OTP Leasing Romania
102-46	Defining report content and topic Boundaries	8, 9	
102-47	List of material topics	9	
102-48	Restatements of information		No restatements was necessary.
102-49	Changes in reporting	9	
102-50	Reporting period		Calendar year 2016
102-51	Date of most recent report		We published our last report in 2016 covering the year 2015. https://www.otpbank.ro/assets/pdf/rapoarte/raport-CSR-2015.pdf
102-52	Reporting cycle		Annual
102-54	Contact point for questions regarding the report	9	
102-54	Claims of reporting in accordance with the GRI Standards	9	
102-55	GRI content index	54	We also use the table for disclosing information.
102-56	External assurance		The report is not assured externally.
201 Economic Performance DMA		16 website	See the Annual Report. (link above)
201-1	Direct economic value generated and distributed	17	
201-4	Significant financial assistance received from government		OTP Bank Romania has not received such assistance in the reporting period. Though OTP Consulting Romania and "Right to Education" Foundation received EU Funds.
202 Market Presence DMA		41	
202-2	Proportion of senior management hired from the local community at significant locations of operation	41	
205 Anti-corruption DMA		32	Donations may only be provided in accordance with the applicable statutory and internal regulatory documents.
205-3	Confirmed incidents of corruption and actions taken		No such incidents have occurred.
206 Anti-Competitive Behaviour		32	
206-1	Legal actions for anti-competitive behaviour, anti-trust, and monopoly practices		There was no such legal action against the bank.
302 Energy DMA		50	
302-1	Energy consumption within the organization	51	
307 Environmental Compliance DMA		32	
307-1	Non-compliance with environmental laws and regulations	33	
401 Employment DMA		38, 40	

Nr. of Disclosure	Description of Indicator	Page	Comments
401-1	New employee hires and employee turnover	41	
401-2	Benefits provided to full-time employees that are not provided to temporary or part-time employees	43	
402 Labor/Management Relations		38, 44	
402-1	Minimum notice periods regarding operational changes		20 working days, it is specified within the collective bargaining agreement
403 Occupational Health and Safety DMA		43	
403-2	Types of injury and rates of injury, occupational diseases, lost days, and absenteeism, and number of work-related fatalities	43	
404 Training and Education		38,42	
404-1	Average hours of training per year per employee by employee category	43	
404-2	Programs for skills management and lifelong learning that support the continued employability of employees and assist them in managing career endings.		In-house training courses, financial support for external education, provision of study leave with guaranteed retention of job, severance package taking into account the performance, assistance (e.g. training, counselling) on transitioning to a non-working life are provided.
405 Diversity and Equal Opportunity DMA		32, 40, 43	
405-1	Diversity of governance bodies and employees	40	
406 Non-discrimination DMA		32	
406-1	Incidents of discrimination and corrective actions taken	33	
407 Freedom of Association and Collective Bargaining DMA		44	
407-1	Operations and suppliers in which the right to freedom of association and collective bargaining may be at risk		Regarding OBR these rights are ensured.
410 Security Practices DMA		36	
410-1	Security personnel trained in human rights policies or procedures	36	
412 Human Rights Assessment DMA			
412-2	Employee training on human rights policies or procedures		Part of the Code of Ethics training.
413 Local communities DMA		24,26	
FS13	Access points in low-populated or economically disadvantaged areas by type (ATM, branches with full range of services etc.).		

Nr. of Disclosure	Description of Indicator	Page	Comments
417 Marketing and Labelling DMA			
417-3	Incidents of non-compliance concerning marketing communications	18, 22, 32	No non-compliance occurred.
418 Customer Privacy DMA			
418-1	Total number of substantiated complaints regarding breaches of customer privacy and losses of customer data.	36	
419 Socio Economic Compliance DMS			
419-1	Non-compliance with laws and regulations in the social and economic area	32	
Product Portfolio DMA			
FS6	Percentage of the portfolio for business lines by specific region, size (micro/sme/large) and by sector	33	

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