

CALL NOTICE
of the
EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS OF
BANCA COMERCIALA ROMANA S.A.

Based on the provisions of art. 113 and art. 119 of the Law no. 31/1990, republished, amended and completed and of art. 13 and art. 17 of BCR SA Charter, the Management Board convenes the Extraordinary General Meeting of Shareholders of BCR S.A., on the premises located in Bucharest, No. 15 Calea Victoriei, Sector 3, on **April 22nd, 2010**, at 10.00 a.m., with the following agenda:

I. DOCUMENTS FOR APPROVAL

1.1. Supplementation of BCR S.A. Charter as follows:

Article 39 paragraph 39.2 of BCR S.A. Charter shall be supplemented with a new paragraph which shall read as follows:

"By exception to the rule provided above, the entire net profit of the Bank for the 2009 financial year, determined as per NBR Order No. 13/2008, will not be distributed as dividends, but incorporated in the Bank's share capital, except for a percentage of up to 1% of such net profit that shall be included in the account of retained profit."

II. MISCELLANEOUS

The reference date for the shareholders entitled to attend and to vote in the Extraordinary General Meeting of Shareholders is March 27th, 2010.

If on April 22nd, 2010, the quorum needed to validate the proceedings is not met, a second Extraordinary General Meeting of Shareholders of Banca Comercială Română SA is convened on **April 23rd, 2010**, at 10.00 a.m., on the premises of Bucharest, No.15, Calea Victoriei, Sector 3, with the same agenda.

The Extraordinary General Meeting of Shareholders documents may be read by the shareholders on the bank premises (Legal Division - Secretariat of the bank's management bodies) at Bucharest Financial Piazza - Bucharest, no 15, Calea Victoriei, Sector 3, Phone no 021.314.91.90 / extension 2517 / fax 021.310.01.03, as of March 22nd, 2010 until April 21st, 2010, from 9:00 to 15:00.

According to the provisions of article 18 of BCR SA Charter, the shareholders (legal and natural persons) may be represented to the General Meeting of Shareholders based on a special proxy which will be submitted in original on the bank premises (Legal Division - Secretariat of the bank's management bodies, 15 Calea Victoriei, Sector 3, postal code 030023, Bucharest) until April 19th, 2010 (inclusively). The special proxies registered after April 19th, 2010 shall not be taken into consideration.

The special proxy templates for the shareholders natural persons may be obtained at the above-specified premises, as of April 12th, 2010 from 9:00 to 15:00.

With the purpose to take part in the General Meeting of Shareholders, the shareholders or their representatives will be present at the location of the meeting – the Bucharest Financial Piazza building, no. 15 Calea Victoriei, 16th floor, Sector 3, meeting room, **until 9.30 at the latest**, in order to draft the attendance list and they will present their identity documents (identity bulletin/identity card for Romanian citizens or passport for foreign citizens).

EXECUTIVE PRESIDENT

A handwritten signature in black ink, appearing to be 'DB', is written over the text 'EXECUTIVE PRESIDENT'.

DOMINIC BRUYNSEELS