

CALL NOTICE
of the
ORDINARY GENERAL MEETING OF SHAREHOLDERS
of
BANCA COMERCIALĂ ROMÂNĂ S.A.

Based on the provisions of art. 111 of the Law no. 31/1990, republished, changed, and supplemented and of art. 12 and art.17 of BCR SA Charter, the Management Board convenes the Ordinary General Meeting of shareholders of BCR SA at the Bucharest headquarters, No.15, Calea Victoriei, Sector 3, on **January 27th 2010**, at 9.00, with the following agenda:

I. DOCUMENTS FOR APPROVAL

- 1.1. Approval of BCR Income and Expenses Budget for 2010.
- 1.2. Approval of the compensation policy of BCR SA Supervisory Board members for 2010.

II. MISCELLANEOUS

The reference date for the shareholders entitled to attend and vote in the Ordinary General Meeting of Shareholders is December 22nd, 2009.

If on January 27th, 2010 the quorum is not met to validate the proceedings, a second Ordinary General Meeting of Shareholders of Banca Comercială Română SA is convened on **January 28th, 2010**, at 9.00 in the premises of Bucharest, No.15, Calea Victoriei, Sector 3, with the same agenda.

The documents mentioned in this call notice can be read by the shareholders at the bank head office (Legal Division - Secretariat of the Bank Management Bodies) in Bucharest Financial Piazza building – Bucharest, No.15, Calea Victoriei, Sector 3, telephone 021.314.91.90 extension 2517/ fax 021.310.01.03, starting with January 11th, 2010 and until January 26th, 2010, between 9.00 a.m.– 3.00 p.m.

According to the provisions of art. 18 of BCR SA Charter, the shareholders can be represented at the General Meeting of Shareholders based on a special power of attorney, which will be deposited in original at the bank premises (Legal Division - Secretariat of the bank Management Bodies, in No.15, Calea Victoriei Sector 3, postal code 030023, București) until the date of January 22nd, 2010 (included). The special powers of attorney registered after January 22nd, 2010 are not taken into consideration.

The special power of attorney formats for individual shareholders can be obtained from the above mentioned premises, starting January 11th, 2010, between 9.00 a.m.– 3.00 p.m.

In order to attend the General Meeting of Shareholders, the shareholders or their representatives shall be present at the meeting venue – Bucharest Financial Plaza the building, No.15, Calea Victoriei, 16th floor, Sector 3, Conference Room up to **8.30, the latest**, for the attendance list drawing up and shall present their identity document (identity bulletin/identity card- for Romanian citizens, or passport-for foreign citizens).

EXECUTIVE PRESIDENT

A handwritten signature in black ink, appearing to read 'D. Bruynseels', is written over the printed text 'EXECUTIVE PRESIDENT'.

DOMINIC BRUYNSEELS