



EXECUTIVE PRESIDENT'S OFFICE NO. 192/28.III.2011

BANCA COMERCIALA ROMANA S.A.
SOCIETATE ADMINISTRATA IN SISTEM DUALIST
Bd. Regina Elisabeta Nr 5, Sector 3 Bucuresti
Inmatriculata la Registrul Comertului: J40/90/1991
Inmatriculata la Registrul Bancar nr. RB-PJR-40-008/18.02.1999
Cod Unic de Inregistrare: 361757
Capital Social 1.030.209.375 lei
SWIFT: RNCB RO BU
Telex 11994; telefon 021 312 16 24; fax 021 312 16 24
Site: <http://www.bcr.ro>

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

Based on the provisions of article 111 of the Law no. 31/1990, republished, amended and supplemented and of article 12 and article 17 of BCR S.A. 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 **April 29th, 2011**, at 10.00 a.m., with the following agenda:

I. DOCUMENTS FOR APPROVAL

1.1. Approval of BCR financial statements for the financial year ending on December 31st, 2010 and the consolidated financial statements of BCR Group for the financial year ending on December 31st, 2010, based on the directors' report on the 2010 financial year, the directors' consolidated report on the 2010 financial year, the Management Board's report, the financial auditor's reports, the report of the Audit and Compliance Committee, the report of the Compensation Committee and the report of the Risk Committee.

1.2. The profit distribution for the 2010 financial year.

1.3. Discharging of liability the Supervisory Board members and the Management Board members for the 2010 financial year.

1.4. Appointments the external financial auditor of BCR for 2011.

II. MISCELLANEOUS

The reference date for the shareholders entitled to attend and to vote in the Ordinary General Meeting of Shareholders is April 2nd, 2011.

If on April 29th, 2011, the quorum needed to validate the proceedings is not met, a second Ordinary General Meeting of Shareholders of Banca Comercială Română SA is convened on **April 30th, 2011**, at 10.00 a.m., on the premises of Bucharest, No.15, Calea Victoriei, Sector 3, with the same agenda.

The documents mentioned in the call notice may be read by the shareholders on the bank premises (Legal Division – Group Secretariat) at Bucharest Financial Plaza - Bucharest, no 15, Calea Victoriei, Sector 3, Phone no. 021.314.91.90 / extension 2517 / fax 021.310.01.03, as of April 18th, 2011 until April 28th, 2011, 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 – Group Secretariat, no. 15, Calea Victoriei, Sector 3, postal code 030023, Bucharest) until April 26th, 2011 (inclusively). The special proxies registered after April 26th, 2011 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 18th, 2011 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

DOMINIC BRUYNSEELS