



CABINET PREȘEDINTE EXECUTIV NR. 99/15.03.2011

BANCA COMERCIALĂ ROMÂNĂ S.A.
SOCIETATE ADMINISTRATĂ ÎN SISTEM DUALIST
Bd. Regina Elisabeta Nr 5, Sector 3 București
Înmatriculată la Registrul Comerțului: J40/90/1991
Înmatriculată la Registrul Bancar nr. RB-PJR-40-008/18.02.1999
Cod Unic de Înregistrare: 361757
Capital Social 1.553.435.543,80 lei
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**CALL NOTICE
of the
ORDINARY GENERAL MEETING OF SHAREHOLDERS
of
BANCA COMERCIALĂ ROMÂNĂ S.A.**

Based on the provisions of art. 111 of company law no. 31/1990, republished, as amended and completed and according to provisos of art. 12 and art. 17 of BCR SA Charter, the Management Board convenes the Ordinary General Meeting of shareholders of BCR SA on the premises in Bucharest, no.15 Calea Victoriei, Sector 3, on **April 23rd 2012**, at 11.00 am, with the following agenda:

I. DOCUMENTS FOR APPROVAL

1.1. Approval of BCR financial statements for the financial year ending on December 31st. 2011 and consolidated financial statements of BCR Group for the financial year ending on December 31st, 2011, based on the directors' reports on the 2011 financial year, the directors' consolidated report on the 2011 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 covering of the 2011 statutory loss.

1.3. Discharging of liability the Supervisory Board members and the Management Board members for the 2011 financial year.

II. MISCELLANEOUS

The reference date for the shareholders entitled to attend and vote at the Ordinary General Meeting of Shareholders is **April 7th 2012**.

In case on April 23rd 2012 the necessary quorum for validating the debates is not met, a second Ordinary General Meeting of Shareholders is convened for **April 24th 2012**, at 11.00 a.m on the premises in Bucharest, no.15 Calea Victoriei, Sector 3, with the same agenda.

The call notice of Ordinary General Meeting of Shareholders is published in a national newspaper and on BCR SA website - www.bcr.ro.

The documents on the agenda of the Ordinary General Meeting of Shareholders may be consulted by shareholders on the bank's premises (Legal Division) in Bucharest Financial Plaza – Bucharest, No. 15 Calea Victoriei, Sector 3, starting with March 23rd 2012 and until April 20th 2012, between 9.00 – 15.00 a.m.

According to the provisions of art. 18 of BCR SA Charter, shareholders (private individuals and corporate bodies) may be represented in the Ordinary General Meeting of Shareholders based on an original special proxy which will be submitted at the bank's premises

(Legal Division, no. 15 Calea Victoriei, Sector 3, postal code 030023, Bucharest) until April 18th 2012 (included). The special proxies registered after April 18th 2012 are not acknowledged.

The special proxy forms for private individual shareholders can be obtained from the above-mentioned premises, as of April 9th 2012, between 9.00 a.m – 15.00 p.m.

In order to attend the Ordinary General Meeting of Shareholders, the shareholders or their representatives will be present at the meeting venue – Bucharest Financial Plaza building, no.15 Calea Victoriei, 16th floor, Sector 3, Boardroom, **until 10.30 a.m at the latest** for establishing the attendance list and will present their ID (ID for Romanian citizens and passport for foreign citizens).


EXECUTIVE PRESIDENT

DOMINIC BRUYNSEELS

