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PRE-APPROVED

BERND MITTERMAIER
EXECUTIVE VICEPRESIDENT

From: **ACCOUNTING DIVISION**
To : **SUPERVISORY BOARD**
GENERAL MEETING OF SHAREHOLDERS

Referring to: Appointment of the financial auditor of BCR for 2014

The latest appointment by BCR's General Meeting of Shareholders of BCR's financial auditor was for the financial years 2012 and 2013, when the audit firm Ernst & Young ("E&Y") was appointed. According to the law, BCR's General Meeting of Shareholders will have to appoint again BCR's financial auditor.

Erste Group has already nominated E&Y as its group auditor for year 2014. It is the policy of Erste Group to have the same international audit firm as auditor of its various sub-groups, such as BCR Group.

The European Directive no. 8 (revised) requires that the group auditor of a group of entities should audit the biggest part of the entities of the respective group. Consequently, the representatives of Erste Holding recommend that BCR Group should have the same auditor for both the parent Bank, BCR, and for its subsidiaries.

Taking into consideration the above aspects and the letter received from EGB Ceps Holding GmbH, from 8th of April 2014, we submit for pre-approval by the Supervisory Board and approval by the General Meeting of Shareholders, the following:

1. Appointment of Ernst & Young as financial auditor of BCR Bank for the year 2014, with the recommendation to BCR's subsidiaries to appoint this firm also as their auditor for year 2014;
2. Empowerment of the Executive Committee to establish the list of necessary services, to negotiate the fees and the contractual terms;
3. Empowerment of the Supervisory Board for approving the audit engagement letter and empowerment of two representatives of BCR Bank to sign the audit engagement letter for BCR Bank

EXECUTIVE DIRECTOR

RENATA ANDRIES