

Banca Comercială Română S.A.
Societate administrată în sistem dualist

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Bd. Regina Elisabeta nr. 5,
Sector 3, București, cod 030016

Înmatriculată la Registrul
Comerțului: J40/90/1991
Înmatriculată în Registrul Instituțiilor de
Credit sub
Nr. RB-PJR-40-008/18.02.1999
Cod Unic de Înregistrare: 361757

Înregistrată la Registrul de evidență
a prelucrărilor de date cu caracter
personal sub nr. 3776, 3773, 3775 și
3772
Capital Social: 1.625.341.625,40 RON
SWIFT: RNCB RO BU

CEO Office No. 181/22.06.2018

**CALL NOTICE
of the
EXTRAORDINARY GENERAL SHAREHOLDERS MEETING
of
BANCA COMERCIALĂ ROMÂNĂ S.A.**

Based on the provisions of article 113 of the companies Law no. 31/1990, republished, with further amendments and completions and according to the provisions of article 11.3 letter m) and art. 12 of Banca Comerciala Romana SA (BCR SA) Charter, the Management Board convenes the Extraordinary General Shareholders Meeting of BCR SA on the premises in Bucharest, no.15, Calea Victoriei, Sector 3, on July 31, 2018 at 13.00 with the following agenda:

I. DOCUMENTS FOR APPROVAL

1. Amendment of the BCR SA Charter as follows :

Article 23.2 of the BCR SA Charter is amended (letter g) and completed (letters h and i) and will have the following content:

(g) in case of liabilities products for private individuals – including contracts and addendums thereto (e.g. framework agreement for banking services, current accounts, current account packages, term deposits, saving products, Escrow accounts etc.) and all related banking services (e.g. direct debit, standing order, internet banking); and

(h) in case of unsecured loans for private individuals – including contracts and addendums thereto (e.g. cash loans, overdraft, credit card) and

(i) in case of secured credit card for private individuals – including contracts and addendums thereto.

2. Appointment of a Supervisory Board/ Management Board member to sign the updated version of BCR SA Charter, as amended by the decision of BCR SA Extraordinary General Meeting of Shareholders held on July 31, 2018, in order to be submitted and registered it with the Trade Registry and to publish it in the Romanian Official Gazette, Part IV.

II. MISCELLANEOUS

The reference date for the shareholders entitled to attend and vote at the Extraordinary General Shareholders Meeting is July 14, 2018.

In case on July 31, 2018 the necessary quorum for validating the debates is not met, a second Extraordinary General Meeting of Shareholders is reconvened for August 01, 2018 at 13.00 on the premises in Bucharest, no.15 Calea Victoriei, Sector 3, with the same agenda.

The call notice of the Extraordinary General Shareholders Meeting is published in the Romanian Official Gazette, in a national newspaper and on BCR SA website - www.bcr.ro.

The documents related to the agenda of the Extraordinary General Shareholders Meeting may be consulted by shareholders at the bank's premises (Legal Division) in Bucharest Financial Plaza building– Bucharest, no. 15, Calea Victoriei, Sector 3, starting with July 20, 2018 and until July 26, 2018 between 9.00–15.00.

According to the provisions of art. 14.2 of BCR SA Charter, the shareholders (private individuals and legal entities) may be represented in the Extraordinary General Shareholders Meeting 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 July 27, 2018 (included). The special proxies registered after July 27, 2018 is not acknowledged.

The special proxy forms for private individual shareholders can be obtained from the above-mentioned premises, starting with July 23, 2018, between 9.00–15.00.

With a view to attend the Extraordinary General Shareholders Meeting the shareholders or their representatives will be present at the meeting venue – Bucharest Financial Piazza building, no.15 Calea Victoriei, 16th floor, Sector 3, Cluj Napoca Room (16.74), with their ID (ID for Romanian Citizens and passport for foreign citizens), until 12.45 am the latest, in order the attendance list to be drafted in time.

EXECUTIVE PRESIDENT
SERGIU CRISTIAN MANEA

