

RESOLUTIONS
adopted by the
Ordinary General Meeting of Shareholders of
Banca Comerciala Romana SA
in the meeting of April 18th, 2008

The Ordinary General Meeting of Shareholders of Banca Comerciala Romana SA, convened on April 18th, 2008, at 9.00, based on the provisions of the Law No.31/1990, republished, amended and completed, of art.111 and of BCR SA Charter, art.12 and 17, at Bucharest premises, 15 Calea Victoriei, Sector 3,

being legally opened by the presence of the representatives standing for 99,3627 % of BCR SA share capital, which secures the proceedings validity according to art.112 of the Law 31/1990, republished, amended and completed and of art.15, letter a) of BCR SA Charter, adopts the following resolutions:

RESOLUTION No. 1/18.IV.2008

approves with the vote "in favour" expressed by the shareholders representing 100 % of the present and represented share capital, according to the votes counting minutes, BCR Financial Statements on December 31st, 2007(elaborated according to OMF no. 5/2005), Consolidated financial statements on December 31st, 2007 (elaborated according to the International Financial Reporting Standards), based on the Report of the directors regarding 2007 financial year, on the Consolidated report of the directors regarding 2007 financial year, on the Report for the shareholders of the Management Board, on the financial auditor Reports, on the Report of the Audit and Compliance Committee, on the Report of the Compensation Committee and on the Report of the Risk Committee.

RESOLUTION No. 2/18.IV.2008

approves with the vote "in favour" expressed by the shareholders representing 100 % of the present and represented share capital, according to the votes counting minutes, the distribution of the net profit worth 491.879.806 lei, made by BCR SA in 2007, according to the legal provisions, thus:

- own sources of development - 121.967.406 lei;
 - dividends due to the shareholders - 369.912.400 lei,
- and the payment of the dividends by 24.VI.2008.

RESOLUTION No. 3/18.IV.2008

approves by the vote "in favour" expressed by the shareholders representing 99,9673. % of the present and represented share capital, by the vote „against”, expressed by the shareholders representing 0,0227 % of the present and represented share capital, and abstentions, representing 0,0101. % of the present and represented share capital, according to the votes counting minutes, the discharge of accounting responsibility for the financial year 2007, of the Supervisory Board members and Management Board members, meaning: Mr. Andreas Treichl, Mr. Manfred Wimmer, Mr. Peter Kisbenedek, Mr. Herbert Juranek, Mr. Christian Coreth, Mr. Mihai Fercală, Mr. Teodor Mihăescu, Mr. Daniel Dăianu, Mr. Bernhard Spalt, Mr. Nicolae Dănilă, Mr. Jean Andronie, Mr. Dan Bunea, Ms. Oana Petrescu, Mr. Martin Skopek and Mr. Helmuth Hintringer.

EXECUTIVE PRESIDENT

MANFRED WIMMER

Secretaries of the
Ordinary General Meeting of Shareholders

Petre Pavel Szel

Mirela Dîmbean Creța

Ioana Jerbas