



DJ – GS/ 1094/14.11.2011

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 1.085.636.488 lei
SWIFT: RNCB RO BU
Telefon 11994; telefon 021 314 91 90; fax 021 3100103
Site: <http://www.bcr.ro>

RESOLUTION No. 1/14.11.2011
adopted by the
Extraordinary General Meeting of
Banca Comerciala Romana SA Shareholders
during the meeting of November 14th, 2011

The Extraordinary General Meeting of Banca Comerciala Romana SA Shareholders convened on November 14th, 2011, at 04.30 p.m according to the provisions of Law no. 31/1990, republished, amended and completed, art. 113 and 119 of the BCR SA Charter art. 13 and 17, on the premises located in Bucharest, no. 15 Calea Victoriei, Sector 3,

Being legally convened with the presence of shareholders representing **99,5347** % of the BCR SA share capital, which secures validity of the proceedings, according to art. 115 of Law no. 31/1990, republished, amended and completed, and of art. 15 (d) of the BCR SA Charter, adopts the following resolution:

with the vote „in favour” expressed by shareholders representing **99,5347**% of the share capital, according to the vote counting minutes, the increase of SC BCR SA share capital from the amount of RON 1,085,636,488 to maximum RON 1,704,186,275, by increasing the shares number from 10,856,364,880 to maximum 17,041,862,750, as a result of the issuance of a maximum number of 6,185,497,870 new shares, at the nominal value of RON 0.1/share, to be offered for subscription to all the company's shareholders.

EXECUTIVE PRESIDENT

DOMINIC BRUYNSEELS

Secretaries of the
Extraordinary General Meeting of Shareholders

Marioara Mema

Mirela Dîmbean Creța

Cătălina Voicu