



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
Inmatric ulata la Registrul Bancar nr. RB-PJR-40-008/18.02.1999
Cod Unic de Inregistrare: 361757
Capital Social 1.030.209.375 lei
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RESOLUTIONS
adopted by the
Ordinary General Meeting of the Shareholders of
Banca Comercială Română SA
in the meeting of February 16th, 2011

The Ordinary General Meeting of the Shareholders of Banca Comercială Română SA, convened on February 16th, 2010, at 9.00, based on the provisions of the Law no. 31/1990, republished, changed and supplemented, art. 111, and of the Charter of BCR SA, art. 12 and 17, at Bucharest premises, 15 Calea Victoriei, Sector 3,

being legally established by the presence of the shareholders representing 99,5348 % of BCR SA share capital, which secures the proceedings validity, according to art. 112 of the Law no. 31/1990, republished, changed and supplemented, and art. 15, letter a) of BCR SA Charter,

adopts the following resolutions:

RESOLUTION No. 1/16.02.2011

Approves, with the vote "in favour" expressed by the shareholders representing 99,9995 % of the present and represented share capital and with the vote „against”, expressed by the shareholders representing 0,0005 % of the present and represented share capital, according to the votes counting minutes, the income and expenses budget for 2011, at the level of BCR and BCR Group.

RESOLUTION No. 2/16.02.2011

Approves, by the vote "in favour" expressed by the shareholders representing 100 % of the present and represented share capital and abstentions, according to the votes counting minutes, 2011 compensation policy for Supervisory Board members, namely the compensation level and the payment method for the Supervisory Board members.

EXECUTIVE PRESIDENT,

DOMINIC BRUYNSEELS

Secretaries of the
Ordinary General Meeting of Shareholders,

Marioara Mema

Mirela Dîmbean Creța

Ioana Jerbas