



DJ – GC/780/3.12.2012

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 1.553.435.543,80 lei  
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Site: <http://www.bcr.ro>

**RESOLUTION No. 5/3.12.2012**  
**adopted by the**  
**Extraordinary General Meeting of**  
**Banca Comerciala Romana SA**  
**Shareholders during the meeting of December 3<sup>rd</sup>, 2012**

The Extraordinary General Meeting of Banca Comerciala Romana SA Shareholders convened on December 3<sup>rd</sup>, 2012, 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 **99,8630** % 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:

Approves, with the vote „in favour” expressed by shareholders representing **99,8630** % of the share capital, according to the vote counting minutes, that any and all shares which have not been subscribed following the subscription, as well as any share fractions which cannot be legally put up for subscription and increasing the share capital solely with the value of the shares validly subscribed and paid.

**EXECUTIVE PRESIDENT**

**TOMAS SPURNY**

**Secretaries of the**  
**Extraordinary General Meeting of Shareholders**

**Dan Voiculescu**

**Cătălina Voicu**