



No. DJ-GS – 537 / 19.07.2012

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. 1/19.07.2012
adopted by the
Ordinary General Meeting of Shareholders of
Banca Comercială Română SA
in the meeting of 19th of July 2012

The Ordinary General Meeting of the Shareholders of Banca Comercială Română SA, convened on 19th of July 2012, at 09.00, based on the provisions of the Law no. 31/1990, republished, as amended and completed, art. 111 and 117 and of the BCR SA Charter, art. 12 and 17, at Bucharest premises, 15 Calea Victoriei, department 3, being legally established by the presence of the shareholders representing 99,0584.% of BCR SA share capital, which secures the proceedings validity, according to art. 112 of the Law no. 31/1990, republished, as amended and completed and art. 15, letter a) of BCR SA Charter, adopts the following resolution:

Decides, by secret vote, 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 following:

- appointing Ernst & Young Assurance Services SRL as BCR's financial auditor for 2012-2013, with the recommendation of appointing this company as auditor for the other entities within the BCR Group;
- empowering the Management Board to establish the list of necessary services, negotiating the price and the contractual terms;
- empowering the Supervisory Board to approve the audit contract and two bank's managers to sign this.

SUPERVISORY BOARD
DEPUTY CHAIRMAN

Manfred Wimmer



Secretaries of the

Ordinary General Meeting of Shareholders,

Dan Voiculescu

Sascha Reiterer

Cătălina Voicu