



No. DJ-GS 67/27.01.2012

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>

**RESOLUTIONS**  
**adopted by the**  
**Ordinary General Meeting of the Shareholders of**  
**Banca Comercială Română SA**  
**in the meeting of 27<sup>th</sup> of January 2012**

The Ordinary General Meeting of the Shareholders of Banca Comercială Română SA, convened on 27<sup>th</sup> of January 2012, at 9.00, based on the provisions of the Law no. 31/1990, republished, as amended and completed, art. 111, 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 93,0443 % 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 resolutions:

**RESOLUTION No. 1/27.01.2012**

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 income and expenses budget for 2012 at the level of BCR and BCR Group.

**RESOLUTION No. 2/27.01.2012**

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, 2012 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,**

Henriette Spinka

Mirela Dîmbean Creța

Cătălina Voicu