

BANCA COMERCIALĂ ROMÂNĂ S.A. SOCIETATE ADMINISTRATĂ ÎN SISTEM DUALIST

Bd. Regina Elisabeta nr. 5, Sector 3, Bucureşti, cod 030016 Înmatriculată la Registrul Comerțului: J40/90/1991 Înmatriculată la Registrul Bancar Nr. RB-PJR-40-008/18.02.1999 Cod Unic de Înregistrare: RO 361757 Înregistrată la Registrul de evidență a prelucrărilor de date cu caracter personal sub nr. 3776 și 3772 Capital Social: 1.625.341.614,50 lei

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RESOLUTION no. 1/28.04.2014

Adopted by the Ordinary General Meeting of Shareholders of the Romanian Commercial Bank SA on 28.04.2014

The Ordinary General Meeting of Shareholders of the Romanian Commercial Bank SA (BCR SA), convened on 28.04.2014, at 15.00h, based on the provisions of art. 111 of the Law no. 31/1990, republished, amended and completed, and of art. 12 and 17 of the BCR SA Charter, at the headquarters located in Bucharest, no. 5, Victoriei Street, 3rd district,

Being legally convened, in the presence of the shareholders representing 99,87 % of the BCR SA share capital, which ensures the validity of the deliberations, according to art. 112 of Law 31/1990, republished, amended and completed, and art. 15, letter a) of the BCR SA Charter,

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 separate BCR Bank financial statements for the year 2013, according to IFRS and the consolidated annual financial statements of BCR Group for 2013, according to IFRS, based on the Administrators' Reports regarding the 2013 financial year, on the Independent Auditors' Reports, on the Management Board's Report, the report of the Audit and Compliance Committee, the report of the Compensation Committee and the report of the Risk Committee.

CEO

TOMAS SPURNY

Secretaries of the Ordinary General Meeting of Shareholders

Dan Voiculescu

Catalina Voicu