



No. DJ/GS - 187/28.04.2014

BANCA COMERCIALĂ ROMÂNĂ S.A.
SOCIETATE ADMINISTRATĂ ÎN SISTEM DUALIST
Bd. Regina Elisabeta nr. 5, Sector 3, București, 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
SWIFT: RNCB RO BU
Site: www.bcr.ro, Email: contact.center@bcr.ro
InfoBCR: 0800.801.BCR (0800.801.227),
apelabil gratuit din orice rețea națională;
+4021.407.42.00 apelabil din străinătate la tarif normal
Site: www.bcr.ro, Email: contact.center@bcr.ro

RESOLUTION no. 1.b4)/28.04.2014

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

The BCR SA Extraordinary General Meeting of Shareholders, convened on 28.04.2014, 14.30h, based on the provisions of art. 113 și 119 of Law 31/1990, republished, amended and completed and of art. 13 and 17 of BCR SA Charter, at the head office located in Bucharest, no. 15, Calea Victoriei, 3rd district,

Being legally convened in the presence of shareholders representing 99,87 % of the BCR SA share capital, thus ensuring the validity of the debates, according to art. 115 of Law 31/1990, republished, amended and completed and art. 15, letter d) and art. 17 of BCR SA Charter,

Decides, with the vote „against” expressed by the shareholders representing 93,57 % of the share capital and the vote “in favour” expressed by the shareholders representing 6,30 % of the share capital, according to the votes' counting minutes, to reject the amendment of the BCR SA Charter (in the approved form by resolution of the EGSM no. 1/28.04.2014) article 5, item 5.4., having the following content : “The shares issued within a share capital increase shall be offered, in accordance with the applicable law, with priority to the shareholders of the Bank, to exercise their preference right. If, upon expiry of the preference right period, the newly issued shares have not been fully subscribed, the unsubscribed shares may be annulled or offered to other Romanian or foreign investors, in accordance with the resolution of the competent corporate body approving the share capital increase. If the unsubscribed shares are offered to the public, the Bank will observe the legal provisions concerning public offerings within the meaning of the capital markets legislation”.

CEO

TOMAS SPURNY

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

Dan Voiculescu

Catalina Voicu