

No. DJ – GC - 191/24.04.2015

**RESOLUTION No. 2/24.04.2015
adopted by the Ordinary General Meeting of Shareholders
of Banca Comerciala Romana SA
during the meeting held on 24.04.2015**

The Ordinary General Meeting of Shareholders of BCR SA (BCR SA), convened on 24.04.2015, at 13.00, according to the provisions of art. 111 and 117 of Law no. 31/1990, republished, amended and completed, and of art. 11.2 lit. a) and lit.d) and art. 12.1 of BCR SA Charter, at the Bucharest headquarters, no. 15, Calea Victoriei, Sector 3,

being legally convened in the presence of shareholders representing **99,87 %** of BCR SA share capital, which secures the validity of the debates, according to art. 112 of Law no. 31/1990, republished, amended and completed and of art. 15.1, letter. a) of BCR SA Charter,

Approves, with the vote "in favour", expressed by the shareholders representing **99,9999 %** of the present and represented share capital and with the vote "against", expressed by the shareholders representing **0,0001 %** of the present and represented share capital according to the votes' counting minutes, the accounting loss for 2014 to be partially covered by retained earnings that consist of:

- a) Net profit from previous years in amount of RON 493,073,418 and
- b) Changes in accounting policies in amount of RON 165,829,820.

The remaining loss will be covered from the following years profits.

CEO
TOMAS SPURNY



**Secretaries of the Ordinary
General Meeting of Shareholders**

Dan Voiculescu

Catalina Voicu