

**No. DJ – GC - 199/22.04.2016**

**RESOLUTION No. 2/22.04.2016**  
**adopted by the Ordinary General Meeting of Shareholders**  
**of Banca Comerciala Romana SA**  
**during the meeting held on 22.04.2016**

The Ordinary General Meeting of Shareholders of BCR SA (BCR SA), convened on 22.04.2016, at 13.30, 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), lit.b), lit. c) 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 **99.9993%** of the present and represented share capital, according and with the vote "against" expressed by the shareholders representing **0.0007 %** of the present and represented share capital to the votes' counting minutes, using the 2015 accounting profit in amount of RON 963.426.958 to cover the accounting loss of the year 2014, carried forward to the year 2015. The part remained uncovered of the accounting loss of the year 2014 in amount of RON 1.007.238.304 to be covered out future year's profits.

GEO  
SERGIU CRISTIAN MANEA



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

**Dan Voiculescu**

**Catalina Voicu**