Banca Comercială Română S.A. Societate administrată în sistem dualist

Bd. Regina Elisabeta nr. 5, Sector 3, București, cod 030016 contact.center@bcr.ro www.bcr.ro InfoBCR: 0800.801.227, apelabil gratuit din orice rețea națională; +4021.407.42.00 apelabil din străinătate la tarif normal Înmatriculată la Registrul Comerțului: J40/90/1991 Înmatriculată la Registrul Institutiilor de Credit 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, 3773, 3772, 3775 Capital Social: 1.625.341.614,50 lei SWIET-RNCR RO BU

No. DJ - GS - 155/25.04.2018

## RESOLUTION No. 2/25.04.2018 adopted by the Ordinary General Meeting of Shareholders of Banca Comerciala Romana SA during the meeting held on 25.04.2018

The Ordinary General Meeting of Shareholders of BCR SA (BCR SA), convened on 25.04.2018, 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 letter a), letter c) and letter 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 **99,8765%** 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 and with the vote "against" expressed by the shareholders representing 0,000669% of the present and represented share capital, according to the votes' counting minutes, to use the 2017 accounting profit in amount of RON 570.309.910 as follows: to cover the accounting loss of the year 2014 (121.034.152 RON), to distribute dividends for the 2017 financial exercise (228.123.964 RON) and the reported result (221.151.794 RON), will be used in accordance with the Bank's business strategy. The payment of the dividends will be made by end of June 2018.

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Secretaries of the Ordinary General Meeting of Shareholders

Luminita Tiganas

Catalina Voicu