

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

Calea Victoriei nr. 15, Sector 3,
Bucuresti, cod 030023

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InfoBCR: 0800.801.227, apelabil
gratuit din orice rețea națională;
+4021.407.42.00, apelabil la
tarif normal din străinătate

Înmatriculată la Registrul
Comerțului: J40/90/1991
Înmatriculată la Registrul
Instituțiilor 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. 3772 - 3776
Capital Social: 1.625.341.625,40 lei
SWIFT: RNCB RO BU

No. DJ/GC - 96/24.04.2019

RESOLUTION No. 1 /24.04.2019
adopted by the Extraordinary General Meeting of Shareholders
of Banca Comerciala Romana SA
during the meeting held on 24.04.2019

The Extraordinary General Meeting of Shareholders of BCR SA, convened on 24.04.2019, at 13.00, according to the provisions of art. 113 letter I) and 117 of Law no. 31/1990, republished, amended and completed, and of art. 8, 11.3 letter. g) 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 **99.8784%** of BCR SA share capital, which secures the validity of the debates, according to art. 115 of Law no. 31/1990, republished, amended and completed and of art. 15.1 letter c) of BCR SA Charter,

approves, "in favour" expressed by the shareholders representing **99.8784%** of the share capital, according to the votes counting minutes, the proposals regarding :

- issuance(s) of an up to RON 1,500 mn Additional Tier 1 (AT1), having the main features described in the submitted documentation, in compliance with the legal provisions and capital requirements set out in accordance with the Romanian legal framework in force, implementing the CRD IV provisions
- the empowerment of the Management Board to decide with regard the implementation of the EGSM decision, including without limitation, timing, AT1 issued amount, the issuing price, other terms and conditions of the issue, depending on market conditions and regulatory requirements, to be based on BCR's Charter and internal regulations. The implementation should be performed with the observance of the main features of the AT1 described in the submitted documentation.

CEO

SERGIU CRISTIAN MANEA



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

Catalina Voicu

Luminita Tiganas