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

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

contact.center@bcr.ro www.bcr.ro InfoBCR: 0800.801.227, apelabil gratuit din orice reţea naţională; +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 - GS - 101/24.04.2019

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

The Ordinary General Meeting of Shareholders of BCR SA, convened on 24.04.2019, 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) 12 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. 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 100% of the present and represented share capital, according to the votes counting minutes, the annual financial statements for the year 2018, for BCR standalone and consolidated for BCR Group prepared in accordance with International Financial Reporting Standards (IFRS), audited, together with the following reports:

- a) Separate and Consolidated Administrators' Report for the year 2018 prepared in accordance with NBR Order 27/2010 with further amendments, including Management Board and Supervisory Board Committees activity reports for 2018;
- b) Independent auditor's report to the shareholders of BCR SA on the annual separate financial statements of BCR and on the consolidated financial statements of BCR Group for the year 2018 prepared in accordance with IFRS;

c) Annual Report in accordance with FSA Regulation no. 5/2018 - Annex 15.

SERGIU CRISTIAN MANEA

Secretaries of the Ordinary General Meeting of Shareholders

Luminita Tiganas

Catalina Voicu