

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

contact.center@bcr.ro
InfoBCR: *2227 apelabil din
rețelele Vodafone, Orange, RCS
RDS, Telekom;
+ 4021.407.42.00, apelabil din orice rețea
din România sau din străinătate

Calea Plevnei nr. 159, Business Garden
Bucharest, Clădirea A, Etaj 6, sector 6,
București, cod poștal 060013www.bcr.ro

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
Capital Social: 1.625.341.625,40 lei
SWIFT: RNCB RO BU

No. DJ – GS – 189/28.04.2022

RESOLUTION No. 2/28.04.2022
adopted by the Ordinary General Shareholders Meeting
of Banca Comerciala Romana SA

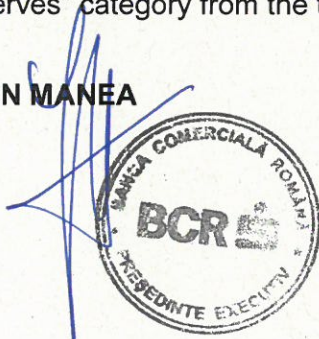
The Ordinary General Shareholders Meeting of Banca Comerciala Romana SA (BCR SA), convened on 28.04.2022, at 17.00 according to the provisions of art. 111 letter a) and 117 of Law no. 31/1990, republished, amended and completed, and of art. 11.3 letter a), art. 12 and art.14.1 letter c) of BCR SA Charter, exclusively through correspondence,

being legally constituted with the exercise of the vote through the correspondence of shareholders representing 99,8871% 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,

decides, by expressing the voting options through correspondence, according to the votes counting minutes, the manner of using the net profit related to the financial year 2021, in the amount of RON 1,377,916,640 as follows:

- approves, with the vote "in favour" expressed by the shareholders representing 100% of the present and represented share capital, the distribution of the amount of RON 20,697,468 for other reserves;
- approves, with the vote "in favour" expressed by the shareholders representing 100% of the present and represented share capital, the distribution of the dividends in amount of RON 964,541,648;
- approves, with the vote "in favour" expressed by the shareholders representing 100% of the present and represented share capital, the distribution of the amount of RON 392,677,524 as reported result, which will be used in accordance with the Bank's business strategy;
- approves, with the vote "in favour" expressed by the shareholders representing 100% of the present and represented share capital, the payment of dividends in compliance with the provisions of the Fiscal Code regarding withholding tax, until 30.06.2022, at the latest;
- approves, with the vote "in favour" expressed by the shareholders representing 100% of the present and represented share capital, to maintain the inclusion in the Basic Tier 1 Own Funds of the retained earnings, other accumulated earnings, other reserves and funds for general banking risks in compliance with the provisions of Regulation 575/2013 up to any other decisions of the GSM;
- approves, with the vote "in favour" expressed by the shareholders representing 100% of the present and represented share capital, to continue in 2022 also to apply for the fiscal facility related to the reinvested profit with the consequence that the investment value from the net profit will have to be mandatorily allocated to "other reserves" category from the total Bank's equity

CEO
SERGIU CRISTIAN MANEA



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

Catalina Voicu

Luminita Tiganas

