

Banca Comercială Română S.A.
Societate administrată în sistem dualist
Calea Plevnei nr. 159, Business Garden
Bucharest, Clădirea A, Etaj 6,
sector 6, București, cod poștal 060013
www.bcr.ro

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

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 - 168/23.04.2021

RESOLUTION No. 3/23.04.2021
adopted by the Extraordinary General Shareholders Meeting
of Banca Comercială Română SA
during the meeting held on 23.04.2021

The Extraordinary General Shareholders Meeting of BCR SA, convened on 23.04.2021, at 13.00, according to the provisions of art. 113 letter l) of Law no. 31/1990, republished, amended and completed, and of art. 8, 11.3 letter g) and art. 12 of BCR SA Charter, at the Bucharest headquarters, no. 159, Calea Plevnei, Sector 6,

being legally convened in the presence of shareholders representing 99,883078% 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, with the vote "in favour" expressed by the shareholders representing 99,883078% of the share capital, according to the votes counting minutes, the followings:

- Issuance(s) of equity instruments of Additional Tier 1 (Instruments AT1) within a ceiling of up to RON 2 billion (in EUR equivalent), having the main features described in Section III of the presented note, in compliance with the legal provisions and capital requirements set out in accordance with the Romanian legal framework in force, implementing the CRD V provisions
- empowerment of the Management Board to decide with regard the implementation of the Extraordinary General Shareholders Meeting resolution, including without limitation, timing, AT1 instruments issued amount, the issuing price, other terms and conditions of the issue (including the governing law and the jurisdiction clause), depending on market conditions and regulatory requirements, to be based on BCR's Charter and internal regulations.

CEO

SERGIU CRISTIAN MANEA



**Secretaries of the Ordinary
General Shareholders Meeting**

Luminița Tiganas

Catalina Voicu