



Banca Comercială Română S.A.
Societate administrată în sistem
dualist
www.bcr.ro

Soseaua Orhideelor 15D,
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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 – 184/26.04.2024

**RESOLUTION No. 2/26.04.2024
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 26.04.2024, at 16.00 according to the provisions of art. 111 (1) and (2) letter a) and art. 117 of Law no. 31/1990, republished, amended and completed, and of art. 11.2 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 99,8899% 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 2023, in amount of RON 2,487,342,677 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 53,145,285 for "other reserves";
- distribution of the dividends in amount of RON 1,243,671,338 as follows:
 - With the vote "in favour" expressed by the shareholders representing 100% of the present and represented share capital, the distribution of the ordinary dividends in amount of RON 1,176,600,923 is approved,
 - With the vote "in favour" expressed by the shareholders representing 100% of the present and represented share capital, is approved the distribution of the AT1 dividends in amount of RON 67,070,415
- 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 1,190,526,053 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 AT1 dividends in compliance with the provisions of the contract, on 28.05.2024;
- with the vote "in favour" expressed by the shareholders representing 100% of the present and represented share capital, the payment of ordinary dividends for the year 2023 until 31.05.2024 as proposed, is approved,

- 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 2024 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 Shareholders Meeting

Catalina Voicu

Luminita Tiganas