

**CALL NOTICE**  
**of the**  
**ORDINARY GENERAL MEETING OF SHAREHOLDERS**  
**of**  
**BANCA COMERCIALĂ ROMÂNĂ S.A.**

Based on the provisions of art. 111 and of art. 117 of company law no. 31/1990, republished, with further amendments and completions and according to provisos of art. 12 and art. 17 of BCR SA Charter., the Management Board convenes the Ordinary General Meeting of shareholders of BCR SA on the premises in Bucharest, no.15 Calea Victoriei, Sector 3, on January 23<sup>rd</sup> 2013 at 9.00, with the following agenda:

**I. DOCUMENTS FOR APPROVAL**

- 1.1. 2013 BCR income and expense budget.

**II. DOCUMENTS FOR INFORMATION**

- 2.1. Information note regarding BCR SA share capital increase operation.

**III. MISCELLANEOUS**

The reference date for the shareholders entitled to attend and vote at the Ordinary General Meeting of Shareholders is January 15, 2013.

In case on January 23<sup>rd</sup> 2013 the necessary quorum for validating the debates is not met, a second Ordinary General Meeting of Shareholders is convened for January 25<sup>th</sup> 2013 at 9.00 a.m on the premises in Bucharest, no.15 Calea Victoriei, Sector 3, with the same agenda.

The call notice of Ordinary General Meeting of Shareholders is published in a national newspaper and on BCR SA website - [www.bcr.ro](http://www.bcr.ro).

The documents on the agenda of the Ordinary General Meeting of Shareholders may be consulted by shareholders on the bank's premises (Legal Division) in Bucharest Financial Plaza – Bucharest, No. 15 Calea Victoriei, Sector 3, starting with January 16, 2013 and until January 22, 2013 between 9.00 – 15.00.

According to the provisions of art. 18 of BCR SA Charter, shareholders (private individuals and corporate bodies) may be represented in the Ordinary General Meeting of Shareholders based on an original special proxy which will be submitted at the bank's premises (Legal Division, no. 15 Calea Victoriei, Sector 3, postal code 030023, Bucharest) until January 21, 2013 (included). The special proxies registered after January 21, 2013 are not acknowledged.

The special proxy forms for private individual shareholders can be obtained from the above-mentioned premises, as of January 16, 2013, between 9.00 a.m – 15.00 p.m.

With a view to attend the Ordinary General Meeting of Shareholders the shareholders or representatives will be present at the meeting venue – Bucharest Financial Plaza building, no.15 Calea Victoriei, 16<sup>th</sup> floor, Sector 3, Boardroom, until 8.45 a.m the latest and will present their ID (ID for Romanian Citizens and passport for foreign citizens), for the attendance list to be drafted in time.

**EXECUTIVE PRESIDENT**

**TOMAS SPURNY**