



DJ – GC/776/3.12.2012

BANCA COMERCIALA ROMANA S.A.
SOCIETATE ADMINISTRATA IN SISTEM DUALIST
Bd. Regina Elisabeta Nr 5, Sector 3 Bucuresti
Inmatriculata la Registrul Comertului: J40/90/1991
Inmatriculata la Registrul Bancar nr. RB-PJR-40-008/18.02.1999
Cod Unic de Inregistrare: 361757
Capital Social 1.553.435.543,80 lei
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Site: <http://www.bcr.ro>

RESOLUTION No. 1/3.12.2012
adopted by the
Extraordinary General Meeting of
Banca Comerciala Romana SA Shareholders
during the meeting of December 3rd, 2012

The Extraordinary General Meeting of Banca Comerciala Romana SA Shareholders convened on December 3rd, 2012, at 11.30 a.m according to the provisions of Law no. 31/1990, republished, amended and completed, art. 113 and 119 of the BCR SA Charter art. 13 and 17, on the premises located in Bucharest, no. 15 Calea Victoriei, Sector 3,

Being legally convened with the presence of shareholders representing **99,8630** % of the BCR SA share capital, which secures validity of the proceedings, according to art. 115 of Law no. 31/1990, republished, amended and completed, and of art. 15 (d) of the BCR SA Charter, adopts the following resolution:

Approves, with the vote „in favour” expressed by shareholders representing **99,8630** % of the share capital, according to the vote counting minutes, the increase of SC BCR SA share capital from the amount of RON 1,553,435,543.80 to maximum RON 1,630,512,443.80 by increasing the shares number from 15,534,355,438 to maximum 16,305,124,438, as a result of the issuance of a number of 770,769,000 new shares, at the nominal value of RON 0.1/share, to be offered for subscription to all the company’s shareholders. The subscription price of each share is RON 0.65 per share and consists of: RON 0.1, representing the face value of the share and RON 0.55 representing the issue premium.

EXECUTIVE PRESIDENT

TOMAS SPURNY

Secretaries of the
Extraordinary General Meeting of Shareholders

Dan Voiculescu

Cătălina Voicu