

THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

DECISION no. 1
of the Ordinary General Meeting of the Shareholders no. 124
of April 18, 2019

The Ordinary General Meeting of the Shareholders took place at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room), on April 18, 2019, at 10:00 A.M.

The Ordinary General Meeting of the Shareholders of BRD S.A., duly convened, according to the provisions of art. 16 of the Articles of Incorporation of BRD - Groupe Société Générale S.A., re-updated, took place in the presence of the shareholders holding 561,422,155 shares, representing 80.55975% of the share capital of the Bank, as follows:

- **SOCIÉTÉ GÉNÉRALE**, holding **419,313,688** shares, representing **60.16828%** of the share capital, represented by Mr. Thierry GARCIA, as per the correspondence voting form dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding **23,324,920** shares, representing **3.34695%** of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3385 dated April 11, 2019;
- **FPAP METROPOLITAN LIFE** represented by **METROPOLITAN LIFE SAFPAP**, holding **14,237,117** shares, representing **2.04292%** of the share capital, represented by Mrs. Oana Viorica VELICU, as per the correspondence voting form dated April 12, 2019;
- **SOCIETATEA DE INVESTITII FINANCIARE BANAT-CRISANA S.A.**, holding **13,615,497** shares, representing **1.95372%** of the share capital, represented by Mr. Bogdan-Alexandru DRĂGOI, as legal representative.
- **FOND PRIVAT DE PENSII ADMINISTRAT PRIVAT AZT VIITORUL TAU**, holding **12,989,215** shares, representing **1.86385%** of the share capital, represented by Mrs. Mioara MARUSTER, as per the correspondence voting form no. 59034 dated April 15, 2019;
- **NORGES BANK**, holding **12,291,751** shares, representing **1.76377%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **FONDUL PROPRIETATEA S.A.**, holding **11,999,590** shares, representing **1.72185%** of the share capital, represented by Mr. Dan Valentin GHEORGHE, as per the correspondence voting form no. 65 dated April 15, 2019;
- **SOCIETATEA DE INVESTITII FINANCIARE MUNTENIA S.A.**, holding **5,483,676** shares, representing **0.78687%** of the share capital, represented by Mr. Nicușor-Marian BUICA, as per the correspondence voting form no. 2463/93373 dated April 15, 2019;
- **SCHRODER INTERNATIONAL SELECTION FUND**, holding **4,623,079** shares, representing **0.66338%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding **3,821,840** shares, representing **0.54840%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;

GROUPE SOCIETE GENERALE

- **GALAXI FUND**, holding **3,188,844** shares, representing **0.45757%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **OTHER SHAREHOLDERS**, holding **36,532,938** shares, representing **5.24219%** of the share capital.

The meeting was presided over by Mr. Petre Bunescu, Director of BRD-Groupe Société Générale S.A., nominated by the Board of Directors to act as Chairman of the present Ordinary General Meeting of the Shareholders.

Shareholders representing **561,422,095** votes voted *in favour* of **point 1** of the agenda; while shareholders representing 60 votes *abstained* from voting;

The decision was made with the vote of the shareholders holding **99.9999%** of the share capital of BRD, present or represented at the meeting.

The Ordinary General Meeting of the Shareholders approves the election of Mrs. Mariana DINU, shareholder of BRD - Groupe Société Générale S.A., to ensure the secretariat of the Ordinary General Shareholders' Meetings.

Made in Bucharest, on April 18, 2019.

Chairman of the Ordinary General Meeting of the Shareholders

Petre BUNESCU

Secretary of the Ordinary General Meeting of the Shareholders

Mariana DINU

THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

DECISION no. 2
of the Ordinary General Meeting of the Shareholders no. 124
of April 18, 2019

The Ordinary General Meeting of the Shareholders took place at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room), on April 18, 2019, at 10:00 A.M.

The Ordinary General Meeting of the Shareholders of BRD S.A., duly convened, according to the provisions of art. 16 of the Articles of Incorporation of BRD - Groupe Société Générale S.A., re-updated, took place in the presence of the shareholders holding 561,439,744 shares, representing 80.56228% of the share capital of the Bank, as follows:

- **SOCIÉTÉ GÉNÉRALE**, holding **419,313,688** shares, representing **60.16828%** of the share capital, represented by Mr. Thierry GARCIA, as per the correspondence voting form dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding **23,324,920** shares, representing **3.34695%** of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3385 dated April 11, 2019;
- **FPAP METROPOLITAN LIFE represented by METROPOLITAN LIFE SAFAP**, holding **14,237,117** shares, representing **2.04292%** of the share capital, represented by Mrs. Oana Viorica VELICU, as per the correspondence voting form dated April 12, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE BANAT-CRISANA S.A.**, holding **13,615,497** shares, representing **1.95372%** of the share capital, represented by Mr. Bogdan-Alexandru DRĂGOI, as legal representative.
- **FOND PRIVAT DE PENSII ADMINISTRAT PRIVAT AZT VIITORUL TAU**, holding **12,989,213** shares, representing **1.86385%** of the share capital, represented by Mrs. Mioara MARUSTER, as per the correspondence voting form no. 59034 dated April 15, 2019;
- **NORGES BANK**, holding **12,291,751** shares, representing **1.76377%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **FONDUL PROPRIETATEA S.A.**, holding **11,999,590** shares, representing **1.72185%** of the share capital, represented by Mr. Dan Valentin GHEORGHE, as per the correspondence voting form no. 65 dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding **5,483,676** shares, representing **0.78687%** of the share capital, represented by Mr. Nicușor-Marian BUICA, as per the correspondence voting form no. 2463/93373 dated April 15, 2019;
- **SCHRODER INTERNATIONAL SELECTIONB FUND**, holding **4,623,079** shares, representing **0.66338%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding **3,821,840** shares, representing **0.54840%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;

- **GALAXI FUND**, holding **3,188,844** shares, representing **0,45757%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **OTHER SHAREHOLDERS**, holding **36,550,527** shares, representing **5.24472%** of the share capital.

The meeting was presided over by Mr. Petre Bunescu, Director of BRD-Groupe Société Générale S.A., nominated by the Board of Directors to act as Chairman of the present Ordinary General Meeting of the Shareholders.

Shareholders representing **560,386,144** votes voted *in favour* of **point 2** of the agenda; while shareholders representing 580,100 votes voted *against*; while shareholders representing 473,500 votes, including those who have the capacity of director, *abstained* from voting (according to the law);

The decision was made with the vote of the shareholders holding **99.81234%** of the share capital of BRD, present or represented at the meeting.

The Ordinary General Meeting of the Shareholders approves the individual and consolidated annual financial statements, prepared according to International Financial Reporting Standards, as adopted by the European Union, for the financial year ended as at December 31, 2018, accompanied by the Annual Board of Directors' Report at individual and consolidated level as well as by the financial auditor Report.

Made in Bucharest, on April 18, 2019.

Chairman of the Ordinary General Meeting of the Shareholders

Petre BUNESCU

Secretary of the Ordinary General Meeting of the Shareholders

Mariana DINU

THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

DECISION no. 3
of the Ordinary General Meeting of the Shareholders no. 124
of April 18, 2019

The Ordinary General Meeting of the Shareholders took place at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room), on April 18, 2019, at 10:00 A.M.

The Ordinary General Meeting of the Shareholders of BRD S.A., duly convened, according to the provisions of art. 16 of the Articles of Incorporation of BRD - Groupe Société Générale S.A., re-updated, took place in the presence of the shareholders holding 561,439,744 shares, representing 80.56228% of the share capital of the Bank, as follows:

- **SOCIÉTÉ GÉNÉRALE**, holding 419,313,688 shares, representing 60.16828% of the share capital, represented by Mr. Thierry GARCIA, as per the correspondence voting form dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding 23,324,920 shares, representing 3.34695% of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3385 dated April 11, 2019;
- **FPAP METROPOLITAN LIFE** represented by **METROPOLITAN LIFE SAFPAP**, holding 14,237,117 shares, representing 2.04292% of the share capital, represented by Mrs. Oana Viorica VELICU, as per the correspondence voting form dated April 12, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE BANAT-CRISANA S.A.**, holding 13,615,497 shares, representing 1.95372% of the share capital, represented by Mr. Bogdan-Alexandru DRĂGOI, as legal representative.
- **FOND PRIVAT DE PENSII ADMINISTRAT PRIVAT AZT VIITORUL TAU**, holding 12,989,213 shares, representing 1.86385% of the share capital, represented by Mrs. Mioara MARUSTER, as per the correspondence voting form no. 59034 dated April 15, 2019;
- **NORGES BANK**, holding 12,291,751 shares, representing 1.76377% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **FONDUL PROPRIETATEA S.A.**, holding 11,999,590 shares, representing 1.72185% of the share capital, represented by Mr. Dan Valentin GHEORGHE, as per the correspondence voting form no. 65 dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding 5,483,676 shares, representing 0.78687% of the share capital, represented by Mr. Nicușor-Marian BUICA, as per the correspondence voting form no. 2463/93373 dated April 15, 2019;
- **SCHRODER INTERNATIONAL SELECTIONB FUND**, holding 4,623,079 shares, representing 0.66338% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding 3,821,840 shares, representing 0.54840% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;

- **GALAXI FUND**, holding **3,188,844** shares, representing **0,45757%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **OTHER SHAREHOLDERS**, holding **36,550,527** shares, representing **5.24472%** of the share capital.

The meeting was presided over by Mr. Petre Bunescu, Director of BRD - Groupe Société Générale S.A., nominated by the Board of Directors to act as Chairman of the present Ordinary General Meeting of the Shareholders.

Shareholders representing **559,628,248** votes voted *in favour* of **point 3** of the agenda; while shareholders representing 580,101 votes voted *against*; while shareholders representing 473,500 votes, including those who have the capacity of director (according to the law), , *abstained* from voting; 757,895 votes were *canceled*.

The decision was made with the vote of the shareholders holding **99.67735%** of the share capital of BRD, present or represented at the meeting.

The Ordinary General Meeting of the Shareholders approves the BRD directors' discharge for the 2018 financial year.

Made in Bucharest, on April 18, 2019.

Chairman of the Ordinary General Meeting of the Shareholders

Petre BUNESCU

Secretary of the Ordinary General Meeting of the Shareholders

Mariana DINU

THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

DECISION no. 4.
of the Ordinary General Meeting of the Shareholders no. 124
of April 18, 2019

The Ordinary General Meeting of the Shareholders took place at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room), on April 18, 2019, at 10:00 A.M.

The Ordinary General Meeting of the Shareholders of BRD S.A., duly convened, according to the provisions of art. 16 of the Articles of Incorporation of BRD - Groupe Société Générale S.A., re-updated, took place in the presence of the shareholders holding 561,439,744 shares, representing 80.56228% of the share capital of the Bank, as follows:

- **SOCIÉTÉ GÉNÉRALE**, holding **419,313,688** shares, representing **60.16828%** of the share capital, represented by Mr. Thierry GARCIA, as per the correspondence voting form dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding **23,324,920** shares, representing **3.34695%** of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3385 dated April 11, 2019;
- **FPAP METROPOLITAN LIFE** represented by **METROPOLITAN LIFE SAFAP**, holding **14,237,117** shares, representing **2.04292%** of the share capital, represented by Mrs. Oana Viorica VELICU, as per the correspondence voting form dated April 12, 2019;
- **SOCIETATEA DE INVESTITII FINANCIARE BANAT-CRISANA S.A.**, holding **13,615,497** shares, representing **1.95372%** of the share capital, represented by Mr. Bogdan-Alexandru DRĂGOI, as legal representative.
- **FOND PRIVAT DE PENSII ADMINISTRAT PRIVAT AZT VIITORUL TAU**, holding **12,989,213** shares, representing **1.86385%** of the share capital, represented by Mrs. Mioara MARUSTER, as per the correspondence voting form no. 59034 dated April 15, 2019;
- **NORGES BANK**, holding **12,291,751** shares, representing **1.76377%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **FONDUL PROPRIETATEA S.A.**, holding **11,999,590** shares, representing **1.72185%** of the share capital, represented by Mr. Dan Valentin GHEORGHE, as per the correspondence voting form no. 65 dated April 15, 2019;
- **SOCIETATEA DE INVESTITII FINANCIARE MUNTENIA S.A.**, holding **5,483,676** shares, representing **0.78687%** of the share capital, represented by Mr. Nicușor-Marian BUICA, as per the correspondence voting form no. 2463/93373 dated April 15, 2019;
- **SCHRODER INTERNATIONAL SELECTIONB FUND**, holding **4,623,079** shares, representing **0.66338%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding **3,821,840** shares, representing **0.54840%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;

- **GALAXI FUND**, holding **3,188,844** shares, representing **0,45757%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **OTHER SHAREHOLDERS**, holding **36,550,527** shares, representing **5.24472%** of the share capital.

The meeting was presided over by Mr. Petre Bunescu, Director of BRD-Groupe Société Générale S.A., nominated by the Board of Directors to act as Chairman of the present Ordinary General Meeting of the Shareholders.

Shareholders representing **560,859,744** votes voted *in favour* of **point 4** of the agenda; while shareholders who have the capacity of director, representing 580,000 votes, *abstained* from voting (according to the law).

The decision was made with the vote of the shareholders holding **99.89669%** of the share capital of BRD, present or represented at the meeting.

The Ordinary General Meeting of the Shareholders approves the profit and setting of the dividend for 2018 (the gross dividend is of 1.64 lei / share). The dividends will be paid on May 31, 2019 and the deferred payment date will be November 29, 2019.

The dividends shall be paid to the shareholders as follows:

- *For the shareholders represented by Participants (Broker, Custodian Bank) – payments by bank transfer to Participants accounts on the payment date except for the shareholders that have opted for postponed payment;*
- *For the shareholders that are not represented by Participants and who indicated to the Central Depository an account for receiving dividends - payments, by bank transfer, to shareholders accounts indicated to the Central Depository;*
- *For the shareholders that are not represented by Participants, having a bank account at BRD and who did not indicated to the Central Depository an account for receiving dividends - payments, by automatic bank transfer to this current account;*
- *For shareholders who are not in any of the situations listed above - cash payments (only for the individuals shareholders) or by bank transfer at bank offices, at the request of shareholders.*

Made in Bucharest, on April 18, 2019.

**Chairman of the Ordinary General
Meeting of the Shareholders**

Petre BUNESCU

**Secretary of the Ordinary General
Meeting of the Shareholders**

Mariana DINU

Turn BRD
Bdul. Ion Mihalache nr. 1-7,
011171 București, România
Tel:+4021.301.61.00
Fax:+4021.301.66.36
<http://www.brd.ro>

BRD-Groupe Société Générale S.A.
CAPITAL SOCIAL ÎN RON: 696.901.518 lei;
R.C. J40/608/19.02.1991; RB - PJR - 40 - 007 /18.02.1999;
C.U.I./C.I.F. RO361579
Prelucrare înscrisă în registrul de evidența a prelucrărilor de
date cu caracter personal sub. nr. 1788.
Atestat CNVM nr. 255/06.08.2008, înregistrată în
Registrul Public al CNVM cu nr. PJR01INCR/400008

THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

DECISION no. 5
of the Ordinary General Meeting of the Shareholders no. 124
of April 18, 2019

The Ordinary General Meeting of the Shareholders took place at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room), on April 18, 2019, at 10:00 A.M.

The Ordinary General Meeting of the Shareholders of BRD S.A., duly convened, according to the provisions of art. 16 of the Articles of Incorporation of BRD - Groupe Société Générale S.A., re-updated, took place in the presence of the shareholders holding 561,439,744 shares, representing 80.56228% of the share capital of the Bank, as follows:

- **SOCIÉTÉ GÉNÉRALE**, holding 419,313,688 shares, representing 60.16828% of the share capital, represented by Mr. Thierry GARCIA, as per the correspondence voting form dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding 23,324,920 shares, representing 3.34695% of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3385 dated April 11, 2019;
- **FPAP METROPOLITAN LIFE** represented by **METROPOLITAN LIFE SAFRAP**, holding 14,237,117 shares, representing 2.04292% of the share capital, represented by Mrs. Oana Viorica VELICU, as per the correspondence voting form dated April 12, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE BANAT-CRISANA S.A.**, holding 13,615,497 shares, representing 1.95372% of the share capital, represented by Mr. Bogdan-Alexandru DRĂGOI, as legal representative.
- **FOND PRIVAT DE PENSII ADMINISTRAT PRIVAT AZT VIITORUL TAU**, holding 12,989,213 shares, representing 1.86385% of the share capital, represented by Mrs. Mioara MARUSTER, as per the correspondence voting form no. 59034 dated April 15, 2019;
- **NORGES BANK**, holding 12,291,751 shares, representing 1.76377% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **FONDUL PROPRIETATEA S.A.**, holding 11,999,590 shares, representing 1.72185% of the share capital, represented by Mr. Dan Valentin GHEORGHE, as per the correspondence voting form no. 65 dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding 5,483,676 shares, representing 0.78687% of the share capital, represented by Mr. Nicușor-Marian BUICA, as per the correspondence voting form no. 2463/93373 dated April 15, 2019;
- **SCHRODER INTERNATIONAL SELECTIONB FUND**, holding 4,623,079 shares, representing 0.66338% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding 3,821,840 shares, representing 0.54840% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;

GRUPE SOCIETE GENERALE

- **GALAXI FUND**, holding **3,188,844** shares, representing **0,45757%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **OTHER SHAREHOLDERS**, holding **36,550,527** shares, representing **5.24472%** of the share capital.

The meeting was presided over by Mr. Petre Bunescu, Director of BRD - Groupe Société Générale S.A., nominated by the Board of Directors to act Chairman of the present Ordinary General Meeting of the Shareholders.

Shareholders representing **561,439,644** votes voted *in favour* of **point 5** of the agenda; while shareholders representing 100 votes voted *against*.

The decision was made with the vote of the shareholders holding **99.99998%** of the share capital of BRD, present or represented at the meeting.

<p>The Ordinary General Meeting of the Shareholders approves the income and expenditure budget for 2019, as well as the business plan for the fiscal year 2019.</p>
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Made in Bucharest, on April 18, 2019.

**Chairman of the Ordinary
General Meeting of the
Shareholders**

Petre BUNESCU

**Secretary of the Ordinary General
Meeting of the Shareholders**

Mariana DINU

THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

DECISION no. 6
of the Ordinary General Meeting of the Shareholders no. 124
of April 18, 2019

The Ordinary General Meeting of the Shareholders took place at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room), on April 18, 2019, at 10:00 A.M.

The Ordinary General Meeting of the Shareholders of BRD S.A., duly convened, according to the provisions of art. 16 of the Articles of Incorporation of BRD - Groupe Société Générale S.A., re-updated, took place in the presence of the shareholders holding 561,439,744 shares, representing 80.56228% of the share capital of the Bank, as follows:

- **SOCIÉTÉ GÉNÉRALE**, holding 419,313,688 shares, representing 60.16828% of the share capital, represented by Mr. Thierry GARCIA, as per the correspondence voting form dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding 23,324,920 shares, representing 3.34695% of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3385 dated April 11, 2019;
- **FPAP METROPOLITAN LIFE** represented by **METROPOLITAN LIFE SAFRAP**, holding 14,237,117 shares, representing 2.04292% of the share capital, represented by Mrs. Oana Viorica VELICU, as per the correspondence voting form dated April 12, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE BANAT-CRISANA S.A.**, holding 13,615,497 shares, representing 1.95372% of the share capital, represented by Mr. Bogdan-Alexandru DRĂGOI, as legal representative.
- **FOND PRIVAT DE PENSII ADMINISTRAT PRIVAT AZT VIITORUL TAU**, holding 12,989,213 shares, representing 1.86385% of the share capital, represented by Mrs. Mioara MARUSTER, as per the correspondence voting form no. 59034 dated April 15, 2019;
- **NORGES BANK**, holding 12,291,751 shares, representing 1.76377% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **FONDUL PROPRIETATEA S.A.**, holding 11,999,590 shares, representing 1.72185% of the share capital, represented by Mr. Dan Valentin GHEORGHE, as per the correspondence voting form no. 65 dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding 5,483,676 shares, representing 0.78687% of the share capital, represented by Mr. Nicușor-Marian BUICA, as per the correspondence voting form no. 2463/93373 dated April 15, 2019;
- **SCHRODER INTERNATIONAL SELECTIONB FUND**, holding 4,623,079 shares, representing 0.66338% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding 3,821,840 shares, representing 0.54840% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;

GRUPE SOCIETE GENERALE

- **GALAXI FUND**, holding **3,188,844** shares, representing **0,45757%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **OTHER SHAREHOLDERS**, holding **36,550,527** shares, representing **5.24472%** of the share capital.

The meeting was presided over by Mr. Petre Bunescu, Director of BRD - Groupe Société Générale S.A., nominated by the Board of Directors to act as Chairman of the present Ordinary General Meeting of the Shareholders.

Shareholders representing **493,913,717** votes voted *in favour* of **point 6** of the agenda; while shareholders representing **37,189,787** votes voted *against*; while shareholders representing **14,764,904** votes, including those who have the capacity of director (according to the law), *abstained* from voting; **15,571,336** votes were canceled.

The decision was made with the vote of the shareholders holding **87.97270%** of the share capital of BRD, present or represented at the meeting.

The Ordinary General Meeting of the Shareholders approves the 2019 individual remuneration, for the non-independent non-executive directors amounting to EUR 1800/ month (gross amount) and for the independent non-executive directors amounting to EUR 3600 / month (gross amount) including 19.9% for the contributions transfer, the general limits for the directors' additional remunerations as well as officers' remunerations, amounting to RON 17 million (gross amount).

Made in Bucharest, on April 18, 2019.

Chairman of the Ordinary General Meeting of the Shareholders

Petre BUNESCU

Secretary of the Ordinary General Meeting of the Shareholders

Mariana DINU

Turn BRD
Bdul. Ion Mihalache nr. 1-7,
011171 București, România
Tel:+4021.301.61.00
Fax:+4021.301.66.36
<http://www.brd.ro>

BRD-Groupe Société Générale S.A.
CAPITAL SOCIAL ÎN RON: 696.901.518 lei;
R.C. J40/608/19.02.1991; RB - PJR - 40 - 007 /18.02.1999;
C.U.I./C.I.F. RO361579
Prelucrare înscrisă în registrul de evidența a prelucrărilor de date cu caracter personal sub. nr. 1788.
Atestat CNVM nr. 255/06.08.2008, înregistrată în Registrul Public al CNVM cu nr. PJR01INCR/400008

THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

DECISION no. 7
of the Ordinary General Meeting of the Shareholders no. 124
of April 18, 2019

The Ordinary General Meeting of the Shareholders took place at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room), on April 18, 2019, at 10:00 A.M.

The Ordinary General Meeting of the Shareholders of BRD S.A., duly convened, according to the provisions of art. 16 of the Articles of Incorporation of BRD - Groupe Société Générale S.A., re-updated, took place in the presence of the shareholders holding 561,439,744 shares, representing 80.56228% of the share capital of the Bank, as follows:

- **SOCIÉTÉ GÉNÉRALE**, holding 419,313,688 shares, representing 60.16828% of the share capital, represented by Mr. Thierry GARCIA, as per the correspondence voting form dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding 23,324,920 shares, representing 3.34695% of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3385 dated April 11, 2019;
- **FPAP METROPOLITAN LIFE** represented by **METROPOLITAN LIFE SAFRAP**, holding 14,237,117 shares, representing 2.04292% of the share capital, represented by Mrs. Oana Viorica VELICU, as per the correspondence voting form dated April 12, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE BANAT-CRISANA S.A.**, holding 13,615,497 shares, representing 1.95372% of the share capital, represented by Mr. Bogdan-Alexandru DRĂGOI, as legal representative.
- **FOND PRIVAT DE PENSII ADMINISTRAT PRIVAT AZT VIITORUL TAU**, holding 12,989,213 shares, representing 1.86385% of the share capital, represented by Mrs. Mioara MARUSTER, as per the correspondence voting form no. 59034 dated April 15, 2019;
- **NORGES BANK**, holding 12,291,751 shares, representing 1.76377% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **FONDUL PROPRIETATEA S.A.**, holding 11,999,590 shares, representing 1.72185% of the share capital, represented by Mr. Dan Valentin GHEORGHE, as per the correspondence voting form no. 65 dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding 5,483,676 shares, representing 0.78687% of the share capital, represented by Mr. Nicușor-Marian BUICA, as per the correspondence voting form no. 2463/93373 dated April 15, 2019;
- **SCHRODER INTERNATIONAL SELECTIONB FUND**, holding 4,623,079 shares, representing 0.66338% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding 3,821,840 shares, representing 0.54840% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;

- **GALAXI FUND**, holding **3,188,844** shares, representing **0,45757%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **OTHER SHAREHOLDERS**, holding **36,550,527** shares, representing **5.24472%** of the share capital.

The meeting was presided over by Mr. Petre Bunescu, Director of BRD - Groupe Société Générale S.A., nominated by the Board of Directors to act Chairman of present Ordinary General Meeting of the Shareholders.

Shareholders representing **501,514,698** votes voted *in favour* of **point 7** of the agenda; while shareholders representing 42,713,916 votes voted *against*; while shareholders representing 300,400 votes *abstained* from voting; 16,910,730 votes were canceled.

The decision was made with the vote of the shareholders holding **89,32654%** of the share capital of BRD, present or represented at the meeting.

The Ordinary General Meeting of the Shareholders approves the renewal of Mr. Petre BUNESCU mandate as director, for a 4-years period, starting with Avril 18, 2019 and empowering the Chairman of the Board of Directors of the Bank to sign, on behalf of the Bank, the Management Contract with him.

Made in Bucharest, on April 18, 2019.

Chairman of the Ordinary General Meeting of the Shareholders

Petre BUNESCU

Secretary of the Ordinary General Meeting of the Shareholders

Mariana DINU

THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

DECISION no. 8
of the Ordinary General Meeting of the Shareholders no. 124
of April 18, 2019

The Ordinary General Meeting of the Shareholders took place at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room), on April 18, 2019, at 10:00 A.M.

The Ordinary General Meeting of the Shareholders of BRD S.A., duly convened, according to the provisions of art. 16 of the Articles of Incorporation of BRD - Groupe Société Générale S.A., re-updated, took place in the presence of the shareholders holding 561,439,744 shares, representing 80.56228% of the share capital of the Bank, as follows:

- **SOCIÉTÉ GÉNÉRALE**, holding **419,313,688** shares, representing **60.16828%** of the share capital, represented by Mr. Thierry GARCIA, as per the correspondence voting form dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding **23,324,920** shares, representing **3.34695%** of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3385 dated April 11, 2019;
- **FPAP METROPOLITAN LIFE** represented by **METROPOLITAN LIFE SAFAP**, holding **14,237,117** shares, representing **2.04292%** of the share capital, represented by Mrs. Oana Viorica VELICU, as per the correspondence voting form dated April 12, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE BANAT-CRISANA S.A.**, holding **13,615,497** shares, representing **1.95372%** of the share capital, represented by Mr. Bogdan-Alexandru DRĂGOI, as legal representative.
- **FOND PRIVAT DE PENSII ADMINISTRAT PRIVAT AZT VIITORUL TAU**, holding **12,989,213** shares, representing **1.86385%** of the share capital, represented by Mrs. Mioara MARUSTER, as per the correspondence voting form no. 59034 dated April 15, 2019;
- **NORGES BANK**, holding **12,291,751** shares, representing **1.76377%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **FONDUL PROPRIETATEA S.A.**, holding **11,999,590** shares, representing **1.72185%** of the share capital, represented by Mr. Dan Valentin GHEORGHE, as per the correspondence voting form no. 65 dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding **5,483,676** shares, representing **0.78687%** of the share capital, represented by Mr. Nicușor-Marian BUICA, as per the correspondence voting form no. 2463/93373 dated April 15, 2019;
- **SCHRODER INTERNATIONAL SELECTIONB FUND**, holding **4,623,079** shares, representing **0.66338%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding **3,821,840** shares, representing **0.54840%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;

- **GALAXI FUND**, holding **3,188,844** shares, representing **0,45757%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **OTHER SHAREHOLDERS**, holding **36,550,527** shares, representing **5.24472%** of the share capital.

The meeting was presided over by Mr. Petre Bunescu, Director of BRD - Groupe Société Générale S.A., nominated by the Board of Directors to act as Chairman of the present Ordinary General Meeting of the Shareholders.

Shareholders representing **538,931,750** votes voted *in favour* of **point 8**; while shareholders representing 7,833,892 votes voted *against*; while shareholders representing 12,000,490 votes *abstained* from voting; 2,673,612 votes were canceled.

The decision was made with the vote of the shareholders holding **95.99102%** of the share capital of BRD, present or represented at the meeting.

The Ordinary General Meeting of the Shareholders approves the election of Mr. Bogdan-Alexandru DRĂGOI as director for a 4-years period, following the expiry of Mr. Ioan CUZMAN 's mandate as Member of the Board Directors by reaching the term on April 18, 2019 and empowering the Chairman of the Board of Directors of the Bank, to sign on behalf of the Bank, the Management Contract with him.

The appointment of Mr. Bogdan Alexandru Drăgoi as Director is subject to the prior approval to start the fulfilment of his tasks by the National Bank of Romania, as per the legal provisions in force.

The 4-years mandate starts running from the date of issuance of the prior approval to start the fulfilment of his tasks by the National Bank of Romania.

Made in Bucharest, on April 18, 2019.

Chairman of the Ordinary General Meeting of the Shareholders

Petre BUNESCU

Secretary of the Ordinary General Meeting of the Shareholders

Mariana DINU

THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

DECISION no. 9
of the Ordinary General Meeting of the Shareholders no. 124
of April 18, 2019

The Ordinary General Meeting of the Shareholders took place at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room), on April 18, 2019, at 10:00 A.M.

The Ordinary General Meeting of the Shareholders of BRD S.A., duly convened, according to the provisions of art. 16 of the Articles of Incorporation of BRD - Groupe Société Générale S.A., re-updated, took place in the presence of the shareholders holding 561,439,744 shares, representing 80.56228% of the share capital of the Bank, as follows:

- **SOCIÉTÉ GÉNÉRALE**, holding **419,313,688** shares, representing **60.16828%** of the share capital, represented by Mr. Thierry GARCIA, as per the correspondence voting form dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding **23,324,920** shares, representing **3.34695%** of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3385 dated April 11, 2019;
- **FPAP METROPOLITAN LIFE** represented by **METROPOLITAN LIFE SAFAP**, holding **14,237,117** shares, representing **2.04292%** of the share capital, represented by Mrs. Oana Viorica VELICU, as per the correspondence voting form dated April 12, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE BANAT-CRISANA S.A.**, holding **13,615,497** shares, representing **1.95372%** of the share capital, represented by Mr. Bogdan-Alexandru DRĂGOI, as legal representative.
- **FOND PRIVAT DE PENSII ADMINISTRAT PRIVAT AZT VIITORUL TAU**, holding **12,989,213** shares, representing **1.86385%** of the share capital, represented by Mrs. Mioara MARUSTER, as per the correspondence voting form no. 59034 dated April 15, 2019;
- **NORGES BANK**, holding **12,291,751** shares, representing **1.76377%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **FONDUL PROPRIETATEA S.A.**, holding **11,999,590** shares, representing **1.72185%** of the share capital, represented by Mr. Dan Valentin GHEORGHE, as per the correspondence voting form no. 65 dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding **5,483,676** shares, representing **0.78687%** of the share capital, represented by Mr. Nicușor-Marian BUICA, as per the correspondence voting form no. 2463/93373 dated April 15, 2019;
- **SCHRODER INTERNATIONAL SELECTIONB FUND**, holding **4,623,079** shares, representing **0.66338%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding **3,821,840** shares, representing **0.54840%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;

- **GALAXI FUND**, holding **3,188,844** shares, representing **0,45757%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **OTHER SHAREHOLDERS**, holding **36,550,527** shares, representing **5.24472%** of the share capital.

The meeting was presided over by Mr. Petre Bunescu, Director of BRD - Groupe Société Générale S.A., nominated by the Board of Directors to act as Chairman of the present Ordinary General Meeting of the Shareholders.

Shareholders representing **505,654,462** votes voted *in favour* of **point 9**; while shareholders representing 40,206,369 votes voted *against*; while shareholders representing 400 votes *abstained* from voting; 15,578,513 votes were canceled.

The decision was made with the vote of the shareholders holding **90.06389%** of the share capital of BRD, present or represented at the meeting.

The Ordinary General Meeting of the Shareholders approves the election of Mr. Philippe Laurent Charles HEIM as director for a 4-years period, and empowering the Chairman of the Board of Directors of the Bank, to sign on behalf of the Bank, the Management Contract with him. Mr. Philippe Laurent Charles HEIM was appointed as Interim Director through the Board of Directors decision no. 356 on June 21, 2018, following Mr.

Bernardo SANCHEZ – INCERA’s renunciation to his mandate as Director.

The appointment of Mr. Philippe Laurent Charles HEIM as Director is subject to the prior approval to start the fulfilment of his tasks by the National Bank of Romania, as per the legal provisions in force.

The 4-years mandate starts running from the date of issuance of the prior approval to start the fulfilment of his tasks by the National Bank of Romania.

Made in Bucharest, on April 18, 2019.

Chairman of the Ordinary General Meeting of the Shareholders

Petre BUNESCU

Secretary of the Ordinary General Meeting of the Shareholders

Mariana DINU

THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

DECISION no. 10
of the Ordinary General Meeting of the Shareholders no. 124
of April 18, 2019

The Ordinary General Meeting of the Shareholders took place at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room), on April 18, 2019, at 10:00 A.M.

The Ordinary General Meeting of the Shareholders of BRD S.A., duly convened, according to the provisions of art. 16 of the Articles of Incorporation of BRD - Groupe Société Générale S.A., re-updated, took place in the presence of the shareholders holding 561,439,744 shares, representing 80.56228% of the share capital of the Bank, as follows:

- **SOCIÉTÉ GÉNÉRALE**, holding **419,313,688** shares, representing **60.16828%** of the share capital, represented by Mr. Thierry GARCIA, as per the correspondence voting form dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding **23,324,920** shares, representing **3.34695%** of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3385 dated April 11, 2019;
- **FPAP METROPOLITAN LIFE** represented by **METROPOLITAN LIFE SAFAP**, holding **14,237,117** shares, representing **2.04292%** of the share capital, represented by Mrs. Oana Viorica VELICU, as per the correspondence voting form dated April 12, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE BANAT-CRISANA S.A.**, holding **13,615,497** shares, representing **1.95372%** of the share capital, represented by Mr. Bogdan-Alexandru DRĂGOI, as legal representative.
- **FOND PRIVAT DE PENSII ADMINISTRAT PRIVAT AZT VIITORUL TAU**, holding **12,989,213** shares, representing **1.86385%** of the share capital, represented by Mrs. Mioara MARUSTER, as per the correspondence voting form no. 59034 dated April 15, 2019;
- **NORGES BANK**, holding **12,291,751** shares, representing **1.76377%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **FONDUL PROPRIETATEA S.A.**, holding **11,999,590** shares, representing **1.72185%** of the share capital, represented by Mr. Dan Valentin GHEORGHE, as per the correspondence voting form no. 65 dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding **5,483,676** shares, representing **0.78687%** of the share capital, represented by Mr. Nicușor-Marian BUICA, as per the correspondence voting form no. 2463/93373 dated April 15, 2019;
- **SCHRODER INTERNATIONAL SELECTIONB FUND**, holding **4,623,079** shares, representing **0.66338%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding **3,821,840** shares, representing **0.54840%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;

- **GALAXI FUND**, holding **3,188,844** shares, representing **0,45757%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **OTHER SHAREHOLDERS**, holding **36,550,527** shares, representing **5.24472%** of the share capital.

The meeting was presided over by Mr. Petre Bunescu, Director of BRD - Groupe Société Générale S.A., nominated by the Board of Directors to act as Chairman of the present Ordinary General Meeting of the Shareholders.

Shareholders representing **545,862,333** votes voted *in favour* of **point 10**; while shareholders representing 400 votes voted *against*; while shareholders representing 500 votes *abstained* from voting; 15,576,511 votes were canceled.

The decision was made with the vote of the shareholders holding **97.22545%** of the share capital of BRD, present or represented at the meeting.

The Ordinary General Meeting of the Shareholders approves the election of Mrs. Liliana FELEAGĂ as director for a 4-years period, and empowering the Chairman of the Board of Directors of the Bank, to sign on behalf of the Bank, the Management Contract with her. Mrs. Liliana FELEAGĂ was appointed as Interim Independent Director through the Board of Directors decision no. 359 on September 19, 2018, following the expiry of Mr. Aurelian DOCHIA's mandate as Independent Member of the Board Directors by reaching the term.

The appointment of Mrs. Liliana FELEAGĂ as Director is subject to the prior approval to start the fulfilment of her tasks by the National Bank of Romania, as per the legal provisions in force.

The 4-years mandate starts running from the date of issuance of the prior approval to start the fulfilment of her tasks by the National Bank of Romania.

Made in Bucharest, on April 18, 2019.

Chairman of the Ordinary General Meeting of the Shareholders

Petre BUNESCU

Secretary of the Ordinary General Meeting of the Shareholders

Mariana DINU

THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

DECISION no. 11
of the Ordinary General Meeting of the Shareholders no. 124
of April 18, 2019

The Ordinary General Meeting of the Shareholders took place at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room), on April 18, 2019, at 10:00 A.M.

The Ordinary General Meeting of the Shareholders of BRD S.A., duly convened, according to the provisions of art. 16 of the Articles of Incorporation of BRD - Groupe Société Générale S.A., re-updated, took place in the presence of the shareholders holding 561,439,744 shares, representing 80.56228% of the share capital of the Bank, as follows:

- **SOCIÉTÉ GÉNÉRALE**, holding 419,313,688 shares, representing 60.16828% of the share capital, represented by Mr. Thierry GARCIA, as per the correspondence voting form dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding 23,324,920 shares, representing 3.34695% of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3385 dated April 11, 2019;
- **FPAP METROPOLITAN LIFE represented by METROPOLITAN LIFE SAFAP**, holding 14,237,117 shares, representing 2.04292% of the share capital, represented by Mrs. Oana Viorica VELICU, as per the correspondence voting form dated April 12, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE BANAT-CRISANA S.A.**, holding 13,615,497 shares, representing 1.95372% of the share capital, represented by Mr. Bogdan-Alexandru DRĂGOI, as legal representative.
- **FOND PRIVAT DE PENSII ADMINISTRAT PRIVAT AZT VIITORUL TAU**, holding 12,989,213 shares, representing 1.86385% of the share capital, represented by Mrs. Mioara MARUSTER, as per the correspondence voting form no. 59034 dated April 15, 2019;
- **NORGES BANK**, holding 12,291,751 shares, representing 1.76377% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **FONDUL PROPRIETATEA S.A.**, holding 11,999,590 shares, representing 1.72185% of the share capital, represented by Mr. Dan Valentin GHEORGHE, as per the correspondence voting form no. 65 dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding 5,483,676 shares, representing 0.78687% of the share capital, represented by Mr. Nicușor-Marian BUICA, as per the correspondence voting form no. 2463/93373 dated April 15, 2019;
- **SCHRODER INTERNATIONAL SELECTIONB FUND**, holding 4,623,079 shares, representing 0.66338% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding 3,821,840 shares, representing 0.54840% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;

- **GALAXI FUND**, holding **3,188,844** shares, representing **0,45757%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **OTHER SHAREHOLDERS**, holding **36,550,527** shares, representing **5.24472%** of the share capital.

The meeting was presided over by Mr. Petre Bunescu, Director of BRD - Groupe Société Générale S.A., nominated by the Board of Directors to act as Chairman of the present Ordinary General Meeting of the Shareholders.

Shareholders representing **545,983,033** votes voted *in favour* of **point 11**; while shareholders representing 2,120,268 votes voted *against*; while shareholders representing 12,580,050 votes *abstained* from voting; 756,393 votes were canceled.

The decision was made with the vote of the shareholders holding **97.24695%** of the share capital of BRD, present or represented at the meeting.

<p>The Ordinary General Meeting of the Shareholders approves the designation of Mr. Bogdan-Alexandru DRĂGOI as independent director.</p>

Made in Bucharest, on April 18, 2019.

Chairman of the Ordinary General Meeting of the Shareholders

Petre BUNESCU

Secretary of the Ordinary General Meeting of the Shareholders

Mariana DINU

THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

DECISION no. 12
of the Ordinary General Meeting of the Shareholders no. 124
of April 18, 2019

The Ordinary General Meeting of the Shareholders took place at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room), on April 18, 2019, at 10:00 A.M.

The Ordinary General Meeting of the Shareholders of BRD S.A., duly convened, according to the provisions of art. 16 of the Articles of Incorporation of BRD - Groupe Société Générale S.A., re-updated, took place in the presence of the shareholders holding 561,439,744 shares, representing 80.56228% of the share capital of the Bank, as follows:

- **SOCIÉTÉ GÉNÉRALE**, holding **419,313,688** shares, representing **60.16828%** of the share capital, represented by Mr. Thierry GARCIA, as per the correspondence voting form dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding **23,324,920** shares, representing **3.34695%** of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3385 dated April 11, 2019;
- **FPAP METROPOLITAN LIFE** represented by **METROPOLITAN LIFE SAFFAP**, holding **14,237,117** shares, representing **2.04292%** of the share capital, represented by Mrs. Oana Viorica VELICU, as per the correspondence voting form dated April 12, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE BANAT-CRISANA S.A.**, holding **13,615,497** shares, representing **1.95372%** of the share capital, represented by Mr. Bogdan-Alexandru DRĂGOI, as legal representative.
- **FOND PRIVAT DE PENSII ADMINISTRAT PRIVAT AZT VIITORUL TAU**, holding **12,989,213** shares, representing **1.86385%** of the share capital, represented by Mrs. Mioara MARUSTER, as per the correspondence voting form no. 59034 dated April 15, 2019;
- **NORGES BANK**, holding **12,291,751** shares, representing **1.76377%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **FONDUL PROPRIETATEA S.A.**, holding **11,999,590** shares, representing **1.72185%** of the share capital, represented by Mr. Dan Valentin GHEORGHE, as per the correspondence voting form no. 65 dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding **5,483,676** shares, representing **0.78687%** of the share capital, represented by Mr. Nicușor-Marian BUICA, as per the correspondence voting form no. 2463/93373 dated April 15, 2019;
- **SCHRODER INTERNATIONAL SELECTIONB FUND**, holding **4,623,079** shares, representing **0.66338%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding **3,821,840** shares, representing **0.54840%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;

- **GALAXI FUND**, holding **3,188,844** shares, representing **0,45757%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **OTHER SHAREHOLDERS**, holding **36,550,527** shares, representing **5.24472%** of the share capital.

The meeting was presided over by Mr. Petre Bunescu, Director of BRD - Groupe Société Générale S.A., nominated by the Board of Directors to act as Chairman of the present Ordinary General Meeting of the Shareholders.

Shareholders representing **545,866,333** votes voted *in favour* of **point 12**; while shareholders representing 580,900 votes *abstained* from voting; 14,992,511 votes were canceled.

The decision was made with the vote of the shareholders holding **97.22617%** of the share capital of BRD, present or represented at the meeting.

The Ordinary General Meeting of the Shareholders approves the designation of Mrs. Liliana FELEAGĂ as independent director.

Made in Bucharest, on April 18, 2019.

Chairman of the Ordinary General Meeting of the Shareholders

Petre BUNESCU

Secretary of the Ordinary General Meeting of the Shareholders

Mariana DINU

THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS**DECISION no. 13**
of the Ordinary General Meeting of the Shareholders no. 124
of April 18, 2019

The Ordinary General Meeting of the Shareholders took place at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room), on April 18, 2019, at 10:00 A.M.

The Ordinary General Meeting of the Shareholders of BRD S.A., duly convened, according to the provisions of art. 16 of the Articles of Incorporation of BRD - Groupe Société Générale S.A., re-updated, took place in the presence of the shareholders holding 561,439,744 shares, representing 80.56228% of the share capital of the Bank, as follows:

- **SOCIÉTÉ GÉNÉRALE**, holding 419,313,688 shares, representing 60.16828% of the share capital, represented by Mr. Thierry GARCIA, as per the correspondence voting form dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding 23,324,920 shares, representing 3.34695% of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3385 dated April 11, 2019;
- **FPAP METROPOLITAN LIFE** represented by **METROPOLITAN LIFE SAFAP**, holding 14,237,117 shares, representing 2.04292% of the share capital, represented by Mrs. Oana Viorica VELICU, as per the correspondence voting form dated April 12, 2019;
- **SOCIETATEA DE INVESTITII FINANCIARE BANAT-CRISANA S.A.**, holding 13,615,497 shares, representing 1.95372% of the share capital, represented by Mr. Bogdan-Alexandru DRĂGOI, as legal representative.
- **FOND PRIVAT DE PENSII ADMINISTRAT PRIVAT AZT VIITORUL TAU**, holding 12,989,213 shares, representing 1.86385% of the share capital, represented by Mrs. Mioara MARUSTER, as per the correspondence voting form no. 59034 dated April 15, 2019;
- **NORGES BANK**, holding 12,291,751 shares, representing 1.76377% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **FONDUL PROPRIETATEA S.A.**, holding 11,999,590 shares, representing 1.72185% of the share capital, represented by Mr. Dan Valentin GHEORGHE, as per the correspondence voting form no. 65 dated April 15, 2019;
- **SOCIETATEA DE INVESTITII FINANCIARE MUNTENIA S.A.**, holding 5,483,676 shares, representing 0.78687% of the share capital, represented by Mr. Nicușor-Marian BUICA, as per the correspondence voting form no. 2463/93373 dated April 15, 2019;
- **SCHRODER INTERNATIONAL SELECTIONB FUND**, holding 4,623,079 shares, representing 0.66338% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding 3,821,840 shares, representing 0.54840% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;

Turn BRD
Bdul. Ion Mihalache nr. 1-7,
011171 București, România
Tel:+4021.301.61.00
Fax:+4021.301.66.36
<http://www.brd.ro>

BRD-Groupe Société Générale S.A.
CAPITAL SOCIAL ÎN RON: 696.901.518 lei;
R.C. J40/608/19.02.1991; RB - PJR - 40 - 007 /18.02.1999;
C.U.I./C.I.F. RO361579
Prelucrare înscrisă în registrul de evidența a prelucrărilor de date cu caracter personal sub. nr. 1788.
Atestat CNVM nr. 255/06.08.2008, înregistrată în Registrul Public al CNVM cu nr. PJR01INCR/400008

- **GALAXI FUND**, holding **3,188,844** shares, representing **0,45757%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **OTHER SHAREHOLDERS**, holding **36,550,527** shares, representing **5.24472%** of the share capital.

The meeting was presided over by Mr. Petre Bunescu, Director of BRD - Groupe Société Générale S.A., nominated by the Board of Directors to act as Chairman of the present Ordinary General Meeting of the Shareholders.

Shareholders representing **545,857,716** votes voted *in favour* of **point 13** of the agenda; while shareholders representing 4,000 votes voted *against*; while shareholders representing 580,400 votes *abstained* from voting; 14,997,628 votes were canceled.

The decision was made with the vote of the shareholders holding **97.22463%** of the share capital of BRD, present or represented at the meeting.

<p>The General Assembly of Shareholders approves the appointment of Ernst & Young Assurance Services S.R.L., headquartered in Bucharest, Tower Center, 21nd floor, 15-17 Ion Mihalache Blvd, district 1, fiscal code RO11909783, as the financial auditor of BRD – Groupe Société Générale for the financial year 2019.</p>
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Made in Bucharest, on April 18, 2019.

Chairman of the Ordinary General Meeting of the Shareholders

Petre BUNESCU

Secretary of the Ordinary General Meeting of the Shareholders

Mariana DINU

THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

DECISION no. 14
of the Ordinary General Meeting of the Shareholders no. 124
of April 18, 2019

The Ordinary General Meeting of the Shareholders took place at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room), on April 18, 2019, at 10:00 A.M.

The Ordinary General Meeting of the Shareholders of BRD S.A., duly convened, according to the provisions of art. 16 of the Articles of Incorporation of BRD - Groupe Société Générale S.A., re-updated, took place in the presence of the shareholders holding 561,439,744 shares, representing 80.56228% of the share capital of the Bank, as follows:

- **SOCIÉTÉ GÉNÉRALE**, holding **419,313,688** shares, representing **60.16828%** of the share capital, represented by Mr. Thierry GARCIA, as per the correspondence voting form dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding **23,324,920** shares, representing **3.34695%** of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3385 dated April 11, 2019;
- **FPAP METROPOLITAN LIFE represented by METROPOLITAN LIFE SAFRAP**, holding **14,237,117** shares, representing **2.04292%** of the share capital, represented by Mrs. Oana Viorica VELICU, as per the correspondence voting form dated April 12, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE BANAT-CRISANA S.A.**, holding **13,615,497** shares, representing **1.95372%** of the share capital, represented by Mr. Bogdan-Alexandru DRĂGOI, as legal representative.
- **FOND PRIVAT DE PENSII ADMINISTRAT PRIVAT AZT VIITORUL TAU**, holding **12,989,213** shares, representing **1.86385%** of the share capital, represented by Mrs. Mioara MARUSTER, as per the correspondence voting form no. 59034 dated April 15, 2019;
- **NORGES BANK**, holding **12,291,751** shares, representing **1.76377%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **FONDUL PROPRIETATEA S.A.**, holding **11,999,590** shares, representing **1.72185%** of the share capital, represented by Mr. Dan Valentin GHEORGHE, as per the correspondence voting form no. 65 dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding **5,483,676** shares, representing **0.78687%** of the share capital, represented by Mr. Nicușor-Marian BUICA, as per the correspondence voting form no. 2463/93373 dated April 15, 2019;
- **SCHRODER INTERNATIONAL SELECTIONB FUND**, holding **4,623,079** shares, representing **0.66338%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding **3,821,840** shares, representing **0.54840%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;

- **GALAXI FUND**, holding **3,188,844** shares, representing **0,45757%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **OTHER SHAREHOLDERS**, holding **36,550,527** shares, representing **5.24472%** of the share capital.

The meeting was presided over by Mr. Petre Bunescu, Director of BRD-Groupe Société Générale S.A., nominated by the Board of Directors to act as Chairman of the present Ordinary General Meeting of the Shareholders.

Shareholders representing **561,439,744** votes voted *in favour* of **point 14** of the agenda.

The decision was made with the vote of the shareholders holding **100%** of the share capital of BRD, present or represented at the meeting.

The Ordinary General Meeting of the Shareholders approves the date of Mai 9, 2019 as ex date.
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Made in Bucharest, on April 18, 2019.

**Chairman of the Ordinary
General Meeting of the Shareholders**

Petre BUNESCU

**Secretary of the Ordinary General
Meeting of the Shareholders**

Mariana DINU

THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

DECISION no. 15
of the Ordinary General Meeting of the Shareholders no. 124
of April 18, 2019

The Ordinary General Meeting of the Shareholders took place at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room), on April 18, 2019, at 10:00 A.M.

The Ordinary General Meeting of the Shareholders of BRD S.A., duly convened, according to the provisions of art. 16 of the Articles of Incorporation of BRD - Groupe Société Générale S.A., re-updated, took place in the presence of the shareholders holding 561,439,744 shares, representing 80.56228% of the share capital of the Bank, as follows:

- **SOCIÉTÉ GÉNÉRALE**, holding **419,313,688** shares, representing **60.16828%** of the share capital, represented by Mr. Thierry GARCIA, as per the correspondence voting form dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding **23,324,920** shares, representing **3.34695%** of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3385 dated April 11, 2019;
- **FPAP METROPOLITAN LIFE** represented by **METROPOLITAN LIFE SAFFAP**, holding **14,237,117** shares, representing **2.04292%** of the share capital, represented by Mrs. Oana Viorica VELICU, as per the correspondence voting form dated April 12, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE BANAT-CRISANA S.A.**, holding **13,615,497** shares, representing **1.95372%** of the share capital, represented by Mr. Bogdan-Alexandru DRĂGOI, as legal representative.
- **FOND PRIVAT DE PENSII ADMINISTRAT PRIVAT AZT VIITORUL TAU**, holding **12,989,213** shares, representing **1.86385%** of the share capital, represented by Mrs. Mioara MARUSTER, as per the correspondence voting form no. 59034 dated April 15, 2019;
- **NORGES BANK**, holding **12,291,751** shares, representing **1.76377%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **FONDUL PROPRIETATEA S.A.**, holding **11,999,590** shares, representing **1.72185%** of the share capital, represented by Mr. Dan Valentin GHEORGHE, as per the correspondence voting form no. 65 dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding **5,483,676** shares, representing **0.78687%** of the share capital, represented by Mr. Nicușor-Marian BUICA, as per the correspondence voting form no. 2463/93373 dated April 15, 2019;
- **SCHRODER INTERNATIONAL SELECTIONB FUND**, holding **4,623,079** shares, representing **0.66338%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding **3,821,840** shares, representing **0.54840%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;

- **GALAXI FUND**, holding **3,188,844** shares, representing **0,45757%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **OTHER SHAREHOLDERS**, holding **36,550,527** shares, representing **5.24472%** of the share capital.

The meeting was presided over by Mr. Petre Bunescu, Director of BRD-Groupe Société Générale S.A., nominated by the Board of Directors to act as Chairman of the present Ordinary General Meeting of the Shareholders.

Shareholders representing **561,439,744** votes voted *in favour* of **point 15** of the agenda;

The decision was made with the vote of the shareholders holding **100%** of the share capital of BRD, present or represented at the meeting.

The Ordinary General Meeting of the Shareholders approves the date of May 10, 2019 as registration date, in order to identify the shareholders that will receive dividends or other rights and who will be affected by the decisions of the ordinary general meeting of shareholders.

Made in Bucharest, on April 18, 2019.

**Chairman of the Ordinary General
Meeting of the Shareholders**

Petre BUNESCU

**Secretary of the Ordinary General
Meeting of the Shareholders**

Mariana DINU

THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS**DECISION no. 1**
of the Extraordinary General Meeting of the Shareholders no. 125
of April 18, 2019

The Extraordinary General Meeting of the Shareholders took place at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room), on April 18, 2019, at 11:00 A.M.

The Extraordinary General Meeting of the Shareholders BRD S.A., duly convened, according to the provisions of art. 18 of the Articles of Incorporation of BRD-Groupe Société Générale S.A., re-updated, took place in the presence of the shareholders holding 561,439,744 shares, representing 80.56228% of the share capital of the Bank, as follows:

- **SOCIÉTÉ GÉNÉRALE**, holding 419,313,688 shares, representing 60.16828% of the share capital, represented by Mr. Thierry GARCIA, as per the correspondence voting form dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding 23,324,920 shares, representing 3.34695% of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3385 dated April 11, 2019;
- **FPAP METROPOLITAN LIFE** represented by **METROPOLITAN LIFE SAFFAP**, holding 14,237,117 shares, representing 2.04292% of the share capital, represented by Mrs. Oana Viorica VELICU, as per the correspondence voting form dated April 12, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE BANAT-CRISANA S.A.**, holding 13,615,497 shares, representing 1.95372% of the share capital, represented by Mr. Bogdan-Alexandru DRĂGOI, as legal representative.
- **FOND PRIVAT DE PENSII ADMINISTRAT PRIVAT AZT VIITORUL TAU**, holding 12,989,213 shares, representing 1.86385% of the share capital, represented by Mrs. Mioara MARUSTER, as per the correspondence voting form no. 59034 dated April 15, 2019;
- **NORGES BANK**, holding 12,291,751 shares, representing 1.76377% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **FONDUL PROPRIETATEA S.A.**, holding 11,999,590 shares, representing 1.72185% of the share capital, represented by Mr. Dan Valentin GHEORGHE, as per the correspondence voting form no. 65 dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding 5,483,676 shares, representing 0.78687% of the share capital, represented by Mr. Nicușor-Marian BUICA, as per the correspondence voting form no. 2463/93373 dated April 15, 2019;
- **SCHRODER INTERNATIONAL SELECTIONB FUND**, holding 4,623,079 shares, representing 0.66338% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding 3,821,840 shares, representing 0.54840% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;

- **GALAXI FUND**, holding **3,188,844** shares, representing **0,45757%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **OTHER SHAREHOLDERS**, holding **36,550,527** shares, representing **5.24472%** of the share capital.

The meeting was presided over by Mr. Petre Bunescu, Director of BRD - Groupe Société Générale S.A., nominated by the Board of Directors to act as Chairman of the present Extraordinary General Meeting of the Shareholders.

Shareholders representing **546,460,011** votes voted *in favour* of **point 1** of the agenda; while shareholders representing 60 votes *abstained* from voting; 14,979,673 votes were canceled.

The resolution was made with the vote of the shareholders holding **78,41280%** of the share capital of BRD.

The Extraordinary General Meeting of the Shareholders approve electing Mrs. Mariana DINU, shareholder of BRD - Groupe Société Générale S.A., to ensure the secretariat of the Extraordinary General Shareholders' Meetings.

Made in Bucharest, on April 18, 2019.

**Chairman of the Extraordinary
General Meeting of the Shareholders**

Petre BUNESCU

**Secretary of the Extraordinary General
Meeting of the Shareholders**

Mariana DINU

THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS

DECISION no. 2
of the Extraordinary General Meeting of the Shareholders no. 125
of April 18, 2019

The Extraordinary General Meeting of the Shareholders took place at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room), on April 18, 2019, at 11:00 A.M.

The Extraordinary General Meeting of the Shareholders BRD S.A., duly convened, according to the provisions of art. 18 of the Articles of Incorporation of BRD-Groupe Société Générale S.A., re-updated, took place in the presence of the shareholders holding 561,439,744 shares, representing 80.56228% of the share capital of the Bank, as follows:

- **SOCIÉTÉ GÉNÉRALE**, holding **419,313,688** shares, representing **60.16828%** of the share capital, represented by Mr. Thierry GARCIA, as per the correspondence voting form dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding **23,324,920** shares, representing **3.34695%** of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3385 dated April 11, 2019;
- **FPAP METROPOLITAN LIFE** represented by **METROPOLITAN LIFE SAFFAP**, holding **14,237,117** shares, representing **2.04292%** of the share capital, represented by Mrs. Oana Viorica VELICU, as per the correspondence voting form dated April 12, 2019;
- **SOCIETATEA DE INVESTITII FINANCIARE BANAT-CRISANA S.A.**, holding **13,615,497** shares, representing **1.95372%** of the share capital, represented by Mr. Bogdan-Alexandru DRĂGOI, as legal representative.
- **FOND PRIVAT DE PENSII ADMINISTRAT PRIVAT AZT VIITORUL TAU**, holding **12,989,213** shares, representing **1.86385%** of the share capital, represented by Mrs. Mioara MARUSTER, as per the correspondence voting form no. 59034 dated April 15, 2019;
- **NORGES BANK**, holding **12,291,751** shares, representing **1.76377%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **FONDUL PROPRIETATEA S.A.**, holding **11,999,590** shares, representing **1.72185%** of the share capital, represented by Mr. Dan Valentin GHEORGHE, as per the correspondence voting form no. 65 dated April 15, 2019;
- **SOCIETATEA DE INVESTITII FINANCIARE MUNTENIA S.A.**, holding **5,483,676** shares, representing **0.78687%** of the share capital, represented by Mr. Nicușor-Marian BUICA, as per the correspondence voting form no. 2463/93373 dated April 15, 2019;
- **SCHRODER INTERNATIONAL SELECTIONB FUND**, holding **4,623,079** shares, representing **0.66338%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding **3,821,840** shares, representing **0.54840%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;

Turn BRD
Bdul. Ion Mihalache nr. 1-7,
011171 București, România
Tel:+4021.301.61.00
Fax:+4021.301.66.36
<http://www.brd.ro>

BRD-Groupe Société Générale S.A.
CAPITAL SOCIAL ÎN RON: 696.901.518 lei;
R.C. J40/608/19.02.1991; RB - PJR - 40 - 007 /18.02.1999;
C.U.I./C.I.F. RO361579
Prelucrare înscrisă în registrul de evidența a prelucrărilor de date cu caracter personal sub. nr. 1788.
Atestat CNVM nr. 255/06.08.2008, înregistrată în Registrul Public al CNVM cu nr. PJR01INCR/400008

- **GALAXI FUND**, holding **3,188,844** shares, representing **0,45757%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **OTHER SHAREHOLDERS**, holding **36,550,527** shares, representing **5.24472%** of the share capital.

The meeting was presided over by Mr. Petre Bunescu, Director of BRD - Groupe Société Générale S.A., nominated by the Board of Directors to act as Chairman of the present Extraordinary General Meeting of the Shareholders.

Shareholders representing **546,459,971** votes voted *in favour* of **point 2** of the agenda; while shareholders representing 100 votes voted *against*; 14,979,673 votes were canceled.

The resolution was made with the vote of the shareholders holding **78.41280%** of the share capital of BRD.

The Extraordinary General Meeting of the Shareholders approves the amendment of the Articles of Incorporation of the Bank, according to the Annex, as well as the delegation of power to Mr. Francois BLOCH, CEO of the Bank, to sign the Addendum to the Articles of Incorporation and the updated form of the Articles of Incorporation.

Made in Bucharest, on April 18, 2019.

**Chairman of the Extraordinary
General Meeting of the Shareholders**

Petre BUNESCU

**Secretary of the Extraordinary General
Meeting of the Shareholders**

Mariana DINU

**AMENDMENT OF THE ARTICLES OF INCORPORATION
OF BRD-GROUPE SOCIÉTÉ GÉNÉRALE S.A.**

1. *Paragraph 4 of article 8 is modified and rephrased and will read as follows:*

“The shareholding structure as at 31.01.2019 is the following:

1. **Société Générale S.A.**, headquartered at 29 Bd. Haussman, Paris, France, French juridical person, registered with the Register of Commerce and Companies in France under no. RCS Paris 55212022215342, holds 419,313,688 shares, i.e. 60.1683% of the share capital, namely RON 419,313,688;
2. **Societatea de Investiții Financiare Transilvania S.A.**, headquartered in Brasov, str. Nicolae Iorga no. 2, jud. Brasov, a Romanian juridical person, holds 23,324,920 shares, i.e. 3.3469%, of the share capital, namely RON 23,324,920;
3. **Societatea de Investiții Financiare Oltenia S.A.**, Craiova, Str. Tufănele, Bl. 313, jud. Dolj, a Romanian juridical person, holds 23,022,601 shares, i.e. 3.3036%, of the share capital, namely RON 23,022,601;
4. **Fondul de Pensii Administrat Privat NN/NN Pensii S.A.F.P.P.**, headquartered in Str. Costache Negri, no. 1-5, Bucharest, Sector 5 Romania, holds 20,786,986 shares, i.e. 2.9828 %, namely RON 20,786,986;
5. **Fondul Proprietatea S.A.**, headquartered in Bucharest, Str. Buzești no. 78-80, Et. 7, sector 1, a Romanian juridical person, holds 16,751,396 shares, i.e. 2.4037% of the share capital, namely RON 16,751,396;
6. **Societatea de Investiții Financiare Banat - Crișana S.A.**, headquartered in Arad, str. Calea Victoriei no. 33-35, jud. Arad, a Romanian juridical person, holds 13,615,497 shares, i.e. 1.9537% of the share capital, namely RON 13,615,497;
7. **Norges Bank**, headquartered in Oslo, Bankplassen 2, P.O. BOX 1179 Sentrum, 010, 7 Norway, holds 13,408,502 shares, i.e., 1.9240%, namely RON 13,408,502;
8. **Fond de Pensii Administrat Privat Metropolitan Life** headquartered in Bld. Lascar Catargiu, No. 47-53, Floor 4, Bucharest, Sector 1. Romania, holds 12,878,028 shares, i.e. 1.8479%, namely RON 12,878,028;
9. **Fondul De Pensii Administrat Privat Vital/Aegon Safpap SA**, headquartered in Floresti , Jud Cluj, Str.Avrăm Iancu Nr. 506-508 Et.4, holds 7,714,897 shares, i.e. 1.1070%, namely RON 7,714,897;
10. **FD de Pens Admin Priv AZT Viitorul Tau/ALLIANZ PP** headquartered in Emanoil Porumbaru Street No. 85-87, Bucharest, holds 7,680,803 shares, i.e. 1.1021%, namely RON 7,680,803 ;
11. **Other shareholders juridical persons** own together a number of shares 108,709,882, i.e. 15.5991%, of the share capital, namely RON 108,709,882;
12. **Other shareholders natural persons** own together a number of shares 29,694,318 i.e. 4.2609 %, of the share capital, namely RON 29,694,318.”

2. *The Annex to the Articles of Incorporation of BRD - Groupe Société Générale SA which include the list of the members of the Board of Directors, is amended accordingly with the Decisions of the Ordinary General Shareholders Meeting, on April 18, 2019.*

Turn BRD
Bdul. Ion Mihalache nr. 1-7,
011171 București, România
Tel:+4021.301.61.00
Fax:+4021.301.66.36
<http://www.brd.ro>

BRD-Groupe Société Générale S.A.
CAPITAL SOCIAL ÎN RON: 696.901.518 lei;
R.C. J40/608/19.02.1991; RB - PJR - 40 - 007 /18.02.1999;
C.U.I./C.I.F. RO361579
Prelucrare înscrisă în registrul de evidența a prelucrărilor de date cu caracter personal sub. nr. 1788.
Atestat CNVM nr. 255/06.08.2008, înregistrată în Registrul Public al CNVM cu nr. PJR01INCR/400008

THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS

DECISION no. 3
of the Extraordinary General Meeting of the Shareholders no. 125
of April 18, 2019

The Extraordinary General Meeting of the Shareholders took place at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room), on April 18, 2019, at 11:00 A.M.

The Extraordinary General Meeting of the Shareholders BRD S.A., duly convened, according to the provisions of art. 18 of the Articles of Incorporation of BRD-Groupe Société Générale S.A., re-updated, took place in the presence of the shareholders holding 561,439,744 shares, representing 80.56228% of the share capital of the Bank, as follows:

- **SOCIÉTÉ GÉNÉRALE**, holding **419,313,688** shares, representing **60.16828%** of the share capital, represented by Mr. Thierry GARCIA, as per the correspondence voting form dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding **23,324,920** shares, representing **3.34695%** of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3385 dated April 11, 2019;
- **FPAP METROPOLITAN LIFE** represented by **METROPOLITAN LIFE SAFRAP**, holding **14,237,117** shares, representing **2.04292%** of the share capital, represented by Mrs. Oana Viorica VELICU, as per the correspondence voting form dated April 12, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE BANAT-CRISANA S.A.**, holding **13,615,497** shares, representing **1.95372%** of the share capital, represented by Mr. Bogdan-Alexandru DRĂGOI, as legal representative.
- **FOND PRIVAT DE PENSII ADMINISTRAT PRIVAT AZT VIITORUL TAU**, holding **12,989,213** shares, representing **1.86385%** of the share capital, represented by Mrs. Mioara MARUSTER, as per the correspondence voting form no. 59034 dated April 15, 2019;
- **NORGES BANK**, holding **12,291,751** shares, representing **1.76377%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **FONDUL PROPRIETATEA S.A.**, holding **11,999,590** shares, representing **1.72185%** of the share capital, represented by Mr. Dan Valentin GHEORGHE, as per the correspondence voting form no. 65 dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding **5,483,676** shares, representing **0.78687%** of the share capital, represented by Mr. Nicușor-Marian BUICA, as per the correspondence voting form no. 2463/93373 dated April 15, 2019;
- **SCHRODER INTERNATIONAL SELECTIONB FUND**, holding **4,623,079** shares, representing **0.66338%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding **3,821,840** shares, representing **0.54840%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;

GRUPE SOCIETE GENERALE

- **GALAXI FUND**, holding **3,188,844** shares, representing **0,45757%** of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **OTHER SHAREHOLDERS**, holding **36,550,527** shares, representing **5.24472%** of the share capital.

The meeting was presided over by Mr. Petre Bunescu, Director of BRD-Groupe Société Générale S.A., nominated by the Board of Directors to act as Chairman of the present Extraordinary General Meeting of the Shareholders.

Shareholders representing **546,460,071** votes voted *in favour* of **point 3** of the agenda; 14,979,673 votes were canceled.

The resolution was made with the vote of the shareholders holding **78.41281%** of the share capital of BRD.

The Extraordinary General Meeting of the Shareholders approves the date of May 9, 2019 as ex date.

Made in Bucharest, on April 18, 2019.

**Chairman of the Extraordinary
General Meeting of the Shareholders**

Petre BUNESCU

**Secretary of the Extraordinary General
Meeting of the Shareholders**

Mariana DINU

THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS

DECISION no. 4
of the Extraordinary General Meeting of the Shareholders no. 125
of April 18, 2019

The Extraordinary General Meeting of the Shareholders took place at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room), on April 18, 2019 at 11:00 A.M.

The Extraordinary General Meeting of the Shareholders BRD S.A., duly convened, according to the provisions of art. 18 of the Articles of Incorporation of BRD-Groupe Société Générale S.A., re-updated, took place in the presence of the shareholders holding 561,439,744 shares, representing 80.56228% of the share capital of the Bank, as follows:

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- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding 23,324,920 shares, representing 3.34695% of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3385 dated April 11, 2019;
- **FPAP METROPOLITAN LIFE** represented by **METROPOLITAN LIFE SAFRAP**, holding 14,237,117 shares, representing 2.04292% of the share capital, represented by Mrs. Oana Viorica VELICU, as per the correspondence voting form dated April 12, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE BANAT-CRISANA S.A.**, holding 13,615,497 shares, representing 1.95372% of the share capital, represented by Mr. Bogdan-Alexandru DRĂGOI, as legal representative.
- **FOND PRIVAT DE PENSII ADMINISTRAT PRIVAT AZT VIITORUL TAU**, holding 12,989,213 shares, representing 1.86385% of the share capital, represented by Mrs. Mioara MARUSTER, as per the correspondence voting form no. 59034 dated April 15, 2019;
- **NORGES BANK**, holding 12,291,751 shares, representing 1.76377% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **FONDUL PROPRIETATEA S.A.**, holding 11,999,590 shares, representing 1.72185% of the share capital, represented by Mr. Dan Valentin GHEORGHE, as per the correspondence voting form no. 65 dated April 15, 2019;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding 5,483,676 shares, representing 0.78687% of the share capital, represented by Mr. Nicușor-Marian BUICA, as per the correspondence voting form no. 2463/93373 dated April 15, 2019;
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- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding 3,821,840 shares, representing 0.54840% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs. Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;
- **GALAXI FUND**, holding 3,188,844 shares, representing 0.45757% of the share capital, represented by CITIBANK EUROPE PLC DUBLIN, ROMANIA BRANCH represented by Mrs.

Florina NEACȘU and Mrs. Maria HERNEST, as per the correspondence voting form April 12, 2019;

- **OTHER SHAREHOLDERS**, holding **36,550,527 shares**, representing **5.24472%** of the share capital.

The meeting was presided over by Mr. Petre Bunescu, Director of BRD - Groupe Société Générale S.A., nominated by the Board of Directors to act as Chairman of the present Extraordinary General Meeting of the Shareholders.

Shareholders representing **546,460,071** votes voted *in favour* of **point 4** of the agenda; 14,979,673 votes were canceled.

The resolution was made with the vote of the shareholders holding **78.41281%** of the share capital of BRD.

The Extraordinary General Meeting of the Shareholders approves the date of May 10, 2019 as registration date, in order to identify the shareholders who are affected by the decisions of the extraordinary general meeting of shareholders.

Made in Bucharest, on April 18, 2019.

**Chairman of the Extraordinary
General Meeting of the Shareholders**

Petre BUNESCU

**Secretary of the Extraordinary General
Meeting of the Shareholders**

Mariana DINU