

From:	<b>Board of Directors</b>	Date: March, 13, 2014
To:	<b>Ordinary General Meeting of the Shareholders</b>	Chairman – CEO visa:
Subject:	<b>Election of Mr. Giovanni Luca SOMA as director of BRD-Groupe Société Générale S.A.</b>	

**Decision draft:**

The Ordinary General Meeting of the Shareholders approves the election of Mr. Giovanni Luca SOMA as director of BRD – Groupe Société Générale S.A. for a 4-year duration and the authorisation of Mr Philippe Charles LHOTTE, Chairman - CEO, to sign on behalf of the Bank: the Management Contract with Mr. Giovanni Luca SOMA, as well as the Addendum and the Articles of Association following the changes in the members of the Board of Directors.

The appointment of Mr. Giovanni Luca SOMA as Director of BRD-Groupe Societe Generale S.A. is subject to the prior approval by the National Bank of Romania, as per the legal provisions in force.

The 4-year duration of Mr. Giovanni Luca SOMA mandate starts running from the date of issuance of the prior approval by the National Bank of Romania.

**SUMMARY**

The Board of Directors proposes Mr. Giovanni Luca SOMA's candidacy for the position of Director of the Bank.

During his career, he acquired a significant expertise in top management positions, inside and outside Societe Generale Group.

Now he is Head of the Europe Region, International Banking and Financial Services division.

Mr. Giovanni Luca SOMA has a seniority of 12 years within the Societe Generale Group, where he held the positions of: Group Regional Director and then Deputy CEO of ALD Automotive Group (2002-2008), Chief Executive Officer of ALD International (2008), Head of Société Générale Consumer Finance and Operational Vehicle Leasing and Fleet Management (2010).

His professional skills and expertise makes the Board of Directors proposes Mr. Giovanni Luca SOMA's elections to the positions of director of BRD- Groupe Société Générale.

Also, the Board of Directors proposes the delegation of power to Mr Philippe Charles LHOTTE, Chairman - CEO to sign on behalf of the Bank: the Management Contract with Mr. Giovanni Luca SOMA, to sign the Addendum and Articles of Association following the changes in the members of the Board of Directors.

Annex: CV of Mr. Giovanni Luca SOMA.