

THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

DECISION no. 1
of the Ordinary General Meeting of the Shareholders no. 122
of April 19, 2018

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 19, 2018, 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 580,333,006 shares, representing 83.27332% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding **22,938,647** shares, representing **3.29152%** of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3610 dated April 13, 2018;
- **FONDUL PROPRIETATEA S.A.**, holding **22,143,136** shares, representing **3.17737%** of the share capital, represented by Mrs. Oana TRUTA, as per the express authority no. 70 dated April 16, 2018;
- **FONDUL DE PENSII ADMINISTRAT PRIVAT NN/NN PENSII S.A.F.P.A.P. S.A.**, holding **20,786,986** shares, representing **2.98277%** of the share capital, represented by Mrs. Andreea PIPERNEA and Mr. Silviu NOVAC, as per the correspondence voting form dated April 11, 2018;
- **SOCIETATEA DE INVESTITII FINANCIARE OLTENIA S.A.**, holding **14,835,135** shares, representing **2.12873%** of the share capital, represented by Mr. Tudor CIUREZU, as per the correspondence voting form no. 2882 dated April 13, 2018;
- **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 per the correspondence voting form dated April 10, 2018;
- **NORGES BANK**, holding **10,783,708** shares, representing **1.54738%** 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 13, 2018;
- **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 13, 2018;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding **3,706,840** shares, representing **0.53190%** 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 13, 2018;
- **SOCIETATEA DE INVESTITII FINANCIARE MUNTENIA S.A.**, holding **3,627,291** shares, representing **0.52049%** of the share capital, represented by Mrs. Florica TRANDAFIR, as per the correspondence voting form no. 80610/2370 dated April 16, 2018;

- **ABERDEN EMERG MARKETS SMALLER COMPANIES FD A SERIES OF THE ABERDEN INSTITUT COMMINGL FD LLC**, holding **3,328,840** shares, representing **0.47760%** 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 13, 2018;
- **OTHER SHAREHOLDERS**, holding **40,630,569** shares, representing **5.83017%** 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 **579,563,180** votes voted *in favour* of **point 1** of the agenda; while shareholders representing 60 votes *abstained* from voting; 769,766 votes were canceled.

The decision was made with the vote of the shareholders holding **99.86735%** 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 19, 2018.

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. 122
of April 19, 2018

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 19, 2018, 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 580,348,606 shares, representing 83.27555% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding **22,938,647** shares, representing **3.29152%** of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3610 dated April 13, 2018;
- **FONDUL PROPRIETATEA S.A.**, holding **22,143,136** shares, representing **3.17737%** of the share capital, represented by Mrs. Oana TRUTA, as per the correspondence voting form no. 70 dated April 16, 2018;
- **FONDUL DE PENSII ADMINISTRAT PRIVAT NN/NN PENSII S.A.F.P.A.P. S.A.**, holding **20,786,986** shares, representing **2.98277%** of the share capital, represented by Mrs. Andreea PIPERNEA and Mr. Silviu NOVAC, as per the correspondence voting form dated April 11, 2018;
- **SOCIETATEA DE INVESTITII FINANCIARE OLTENIA S.A.**, holding **14,835,135** shares, representing **2.12873%** of the share capital, represented by Mr. Tudor CIUREZU, as per the correspondence voting form no. 2882 dated April 13, 2018;
- **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 per the correspondence voting form dated April 10, 2018;
- **NORGES BANK**, holding **10,783,708** shares, representing **1.54738%** 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 13, 2018;
- **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 13, 2018;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding **3,706,840** shares, representing **0.53190%** 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 13, 2018;
- **SOCIETATEA DE INVESTITII FINANCIARE MUNTENIA S.A.**, holding **3,627,291** shares, representing **0.52049%** of the share capital, represented by Mrs. Florica TRANDAFIR, as per the correspondence voting form no. 80610/2370 dated April 16, 2018;

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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

- **ABERDEN EMERG MARKETS SMALLER COMPANIES FD A SERIES OF THE ABERDEN INSTITUT COMMINGL FD LLC**, holding **3,328,840** shares, representing **0.47760%** 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 13, 2018;
- **OTHER SHAREHOLDERS**, holding **40,646,169** shares, representing **5.83241%** 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 **579,105,340** votes voted *in favour* of **point 2** of the agenda; while shareholders, including those who have the capacity of director, representing 473,500 votes, *abstained* from voting (according to the law); 769,766 votes were canceled.

The decision was made with the vote of the shareholders holding **99.78577%** 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, 2017, 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 19, 2018.

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. 122
of April 19, 2018

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 19, 2018, 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 580,348,606 shares, representing 83.27555% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding 22,938,647 shares, representing 3.29152% of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3610 dated April 13, 2018;
- **FONDUL PROPRIETATEA S.A.**, holding 22,143,136 shares, representing 3.17737% of the share capital, represented by Mrs. Oana TRUTA, as per the correspondence voting form no. 70 dated April 16, 2018;
- **FONDUL DE PENSII ADMINISTRAT PRIVAT NN/NN PENSII S.A.F.P.A.P. S.A.**, holding 20,786,986 shares, representing 2.98277% of the share capital, represented by Mrs. Andreea PIPERNEA and Mr. Silviu NOVAC, as per the correspondence voting form dated April 11, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE OLTENIA S.A.**, holding 14,835,135 shares, representing 2.12873% of the share capital, represented by Mr. Tudor CIUREZU, as per the correspondence voting form no. 2882 dated April 13, 2018;
- **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 DRĂGOL, as per the correspondence voting form dated April 10, 2018;
- **NORGES BANK**, holding 10,783,708 shares, representing 1.54738% 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 13, 2018;
- **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 13, 2018;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding 3,706,840 shares, representing 0.53190% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding 3,627,291 shares, representing 0.52049% of the share capital, represented by Mrs. Florica TRANDAFIR, as per the correspondence voting form no. 80610/2370 dated April 16, 2018;

- **ABERDEN EMERG MARKETS SMALLER COMPANIES FD A SERIES OF THE ABERDEN INSTITUT COMMINGL FD LLC**, holding **3,328,840** shares, representing **0.47760%** 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 13, 2018;
- **OTHER SHAREHOLDERS**, holding **40,646,169** shares, representing **5.83241%** 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 **578,278,075** votes voted *in favour* of **point 3** of the agenda; while shareholders, including those who have the capacity of director, representing 473,990 votes, *abstained* from voting (according to the law); 1,596,541 votes were canceled.

The decision was made with the vote of the shareholders holding **99.64323%** of the share capital of BRD, present or represented at the meeting.

The Ordinary General Meeting of the Shareholders approves the directors' discharge for the financial year ended as at December 31, 2017.

Made in Bucharest, on April 19, 2018.

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. 122
of April 19, 2018

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 19, 2018, 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 580,348,606 shares, representing 83.27555% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding 22,938,647 shares, representing 3.29152% of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3610 dated April 13, 2018;
- **FONDUL PROPRIETATEA S.A.**, holding 22,143,136 shares, representing 3.17737% of the share capital, represented by Mrs. Oana TRUTA, as per the correspondence voting form no. 70 dated April 16, 2018;
- **FONDUL DE PENSII ADMINISTRAT PRIVAT NN/NN PENSII S.A.F.P.A.P. S.A.**, holding 20,786,986 shares, representing 2.98277% of the share capital, represented by Mrs. Andreea PIPERNEA and Mr. Silviu NOVAC, as per the correspondence voting form dated April 11, 2018;
- **SOCIETATEA DE INVESTITII FINANCIARE OLTENIA S.A.**, holding 14,835,135 shares, representing 2.12873% of the share capital, represented by Mr. Tudor CIUREZU, as per the correspondence voting form no. 2882 dated April 13, 2018;
- **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 per the correspondence voting form dated April 10, 2018;
- **NORGES BANK**, holding 10,783,708 shares, representing 1.54738% 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 13, 2018;
- **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 13, 2018;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding 3,706,840 shares, representing 0.53190% 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 13, 2018;
- **SOCIETATEA DE INVESTITII FINANCIARE MUNTENIA S.A.**, holding 3,627,291 shares, representing 0.52049% of the share capital, represented by Mrs. Florica TRANDAFIR, as per the correspondence voting form no. 80610/2370 dated April 16, 2018;

- **ABERDEN EMERG MARKETS SMALLER COMPANIES FD A SERIES OF THE ABERDEN INSTITUT COMMINGL FD LLC**, holding **3,328,840** shares, representing **0.47760%** 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 13, 2018;
- **OTHER SHAREHOLDERS**, holding **40,646,169** shares, representing **5.83241%** 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 **579,578,840** votes voted *in favour* of **point 4** of the agenda; 769,766 votes were canceled.

The decision was made with the vote of the shareholders holding **99.86736%** 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 2017 (the gross dividend is of 1.64 lei / share). The dividends will be paid on May 31, 2018 and the deferred payment date will be November 30, 2018.

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 19, 2018.

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

Petre BUNESCU

Secretary of the Ordinary General Meeting of the Shareholders

Mariana DINU

Turn BRD
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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. 122
of April 19, 2018

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 19, 2018, 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 580,348,606 shares, representing 83.27555% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding 22,938,647 shares, representing 3.29152% of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3610 dated April 13, 2018;
- **FONDUL PROPRIETATEA S.A.**, holding 22,143,136 shares, representing 3.17737% of the share capital, represented by Mrs. Oana TRUTA, as per the correspondence voting form no. 70 dated April 16, 2018;
- **FONDUL DE PENSII ADMINISTRAT PRIVAT NN/NN PENSII S.A.F.P.A.P. S.A.**, holding 20,786,986 shares, representing 2.98277% of the share capital, represented by Mrs. Andreea PIPERNEA and Mr. Silviu NOVAC, as per the correspondence voting form dated April 11, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE OLTENIA S.A.**, holding 14,835,135 shares, representing 2.12873% of the share capital, represented by Mr. Tudor CIUREZU, as per the correspondence voting form no. 2882 dated April 13, 2018;
- **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 per the correspondence voting form dated April 10, 2018;
- **NORGES BANK**, holding 10,783,708 shares, representing 1.54738% 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 13, 2018;
- **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 13, 2018;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding 3,706,840 shares, representing 0.53190% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding 3,627,291 shares, representing 0.52049% of the share capital, represented by Mrs. Florica TRANDAFIR, as per the correspondence voting form no. 80610/2370 dated April 16, 2018;

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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

- **ABERDEN EMERG MARKETS SMALLER COMPANIES FD A SERIES OF THE ABERDEN INSTITUT COMMINGL FD LLC**, holding **3,328,840** shares, representing **0.47760%** 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 13, 2018;
- **OTHER SHAREHOLDERS**, holding **40,646,169** shares, representing **5.83241%** 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 **579,578,840** votes voted *in favour* of **point 5** of the agenda; 769,766 votes were canceled.

The decision was made with the vote of the shareholders holding **99.86736%** of the share capital of BRD, present or represented at the meeting.

The Ordinary General Meeting of the Shareholders approves the income and expenditure budget for 2018, as well as the business plan for the fiscal year 2018.

Made in Bucharest, on April 19, 2018.

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. 122
of April 19, 2018

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 19, 2018, 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 580,348,606 shares, representing 83.27555% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding 22,938,647 shares, representing 3.29152% of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3610 dated April 13, 2018;
- **FONDUL PROPRIETATEA S.A.**, holding 22,143,136 shares, representing 3.17737% of the share capital, represented by Mrs. Oana TRUTA, as per the correspondence voting form no. 70 dated April 16, 2018;
- **FONDUL DE PENSII ADMINISTRAT PRIVAT NN/NN PENSII S.A.F.P.A.P. S.A.**, holding 20,786,986 shares, representing 2.98277% of the share capital, represented by Mrs. Andreea PIPERNEA and Mr. Silviu NOVAC, as per the correspondence voting form dated April 11, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE OLTENIA S.A.**, holding 14,835,135 shares, representing 2.12873% of the share capital, represented by Mr. Tudor CIUREZU, as per the correspondence voting form no. 2882 dated April 13, 2018;
- **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 per the correspondence voting form dated April 10, 2018;
- **NORGES BANK**, holding 10,783,708 shares, representing 1.54738% 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 13, 2018;
- **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 13, 2018;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding 3,706,840 shares, representing 0.53190% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding 3,627,291 shares, representing 0.52049% of the share capital, represented by Mrs. Florica TRANDAFIR, as per the correspondence voting form no. 80610/2370 dated April 16, 2018;

- **ABERDEN EMERG MARKETS SMALLER COMPANIES FD A SERIES OF THE ABERDEN INSTITUT COMMINGL FD LLC**, holding **3,328,840** shares, representing **0.47760%** 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 13, 2018;
- **OTHER SHAREHOLDERS**, holding **40,646,169** shares, representing **5.83241%** 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 **494,921,458** votes voted *in favour* of **point 6** of the agenda; while shareholders representing 82,564,258 votes voted *against*; while shareholders, including those who have the capacity of director, representing 303,518 votes, *abstained* from voting (according to the law); 2,559,372 votes were canceled.

The decision was made with the vote of the shareholders holding **85.28003%** of the share capital of BRD, present or represented at the meeting.

The Ordinary General Meeting of the Shareholders approves the individual remuneration for the non-executive directors for 2018, amounting to EUR 1,500 (gross amount), to which it is added 19.9% representing the contributions transfer, as well as the general limits for the directors' additional remunerations and officers' remuneration for 2018, amounting to LEI 16.8 million (gross amount).

Made in Bucharest, on April 19, 2018.

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. 7
of the Ordinary General Meeting of the Shareholders no. 122
of April 19, 2018

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 19, 2018, 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 580,348,606 shares, representing 83.27555% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding **22,938,647** shares, representing **3.29152%** of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3610 dated April 13, 2018;
- **FONDUL PROPRIETATEA S.A.**, holding **22,143,136** shares, representing **3.17737%** of the share capital, represented by Mrs. Oana TRUTA, as per the correspondence voting form no. 70 dated April 16, 2018;
- **FONDUL DE PENSII ADMINISTRAT PRIVAT NN/NN PENSII S.A.F.P.A.P. S.A.**, holding **20,786,986** shares, representing **2.98277%** of the share capital, represented by Mrs. Andreea PIPERNEA and Mr. Silviu NOVAC, as per the correspondence voting form dated April 11, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE OLTENIA S.A.**, holding **14,835,135** shares, representing **2.12873%** of the share capital, represented by Mr. Tudor CIUREZU, as per the correspondence voting form no. 2882 dated April 13, 2018;
- **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 per the correspondence voting form dated April 10, 2018;
- **NORGES BANK**, holding **10,783,708** shares, representing **1.54738%** 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 13, 2018;
- **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 13, 2018;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding **3,706,840** shares, representing **0.53190%** 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding **3,627,291** shares, representing **0.52049%** of the share capital, represented by Mrs. Florica TRANDAFIR, as per the correspondence voting form no. 80610/2370 dated April 16, 2018;

- **ABERDEN EMERG MARKETS SMALLER COMPANIES FD A SERIES OF THE ABERDEN INSTITUT COMMINGL FD LLC**, holding **3,328,840** shares, representing **0.47760%** 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 13, 2018;
- **OTHER SHAREHOLDERS**, holding **40,646,169** shares, representing **5.83241%** 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 **483,184,639** votes voted *in favour* of **point 7** of the agenda; while shareholders representing 96,255,577 votes voted *against*; while shareholders representing 150 votes *abstained* from voting; 908,240 votes were canceled.

The decision was made with the vote of the shareholders holding **83.25765%** of the share capital of BRD, present or represented at the meeting.

The Ordinary General Meeting of the Shareholders approves the renewal of the mandate as director of Mr. Giovanni Luca SOMA for a 4-years period, starting with October, 24, 2018 and empowering Mr. Petre BUNESCU, Member of the Board of Directors, to sign on behalf of the Bank, the Management Contract with him.

Made in Bucharest, on April 19, 2018.

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. 122
of April 19, 2018

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 19, 2018, 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 580,348,606 shares, representing 83.27555% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding 22,938,647 shares, representing 3.29152% of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3610 dated April 13, 2018;
- **FONDUL PROPRIETATEA S.A.**, holding 22,143,136 shares, representing 3.17737% of the share capital, represented by Mrs. Oana TRUTA, as per the correspondence voting form no. 70 dated April 16, 2018;
- **FONDUL DE PENSII ADMINISTRAT PRIVAT NN/NN PENSII S.A.F.P.A.P. S.A.**, holding 20,786,986 shares, representing 2.98277% of the share capital, represented by Mrs. Andreea PIPERNEA and Mr. Silviu NOVAC, as per the correspondence voting form dated April 11, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE OLTENIA S.A.**, holding 14,835,135 shares, representing 2.12873% of the share capital, represented by Mr. Tudor CIUREZU, as per the correspondence voting form no. 2882 dated April 13, 2018;
- **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 per the correspondence voting form dated April 10, 2018;
- **NORGES BANK**, holding 10,783,708 shares, representing 1.54738% 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 13, 2018;
- **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 13, 2018;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding 3,706,840 shares, representing 0.53190% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding 3,627,291 shares, representing 0.52049% of the share capital, represented by Mrs. Florica TRANDAFIR, as per the correspondence voting form no. 80610/2370 dated April 16, 2018;

- **ABERDEN EMERG MARKETS SMALLER COMPANIES FD A SERIES OF THE ABERDEN INSTITUT COMMINGL FD LLC**, holding **3,328,840** shares, representing **0.47760%** 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 13, 2018;
- **OTHER SHAREHOLDERS**, holding **40,646,169** shares, representing **5.83241%** 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 **579,439,226** votes voted *in favour* of **point 8**; while shareholders representing 650 votes voted *against*; while shareholders representing 490 votes *abstained* from voting; 908,240 votes were canceled.

The decision was made with the vote of the shareholders holding **99.84330%** of the share capital of BRD, present or represented at the meeting.

The General Assembly of Shareholders approves the election of Mr. François BLOCH 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. François BLOCH was appointed as Interim Director through the Board of Directors decision no. 348 on December 15, 2017, following Mr. Philippe Charles LHOTTE's renunciation to his mandate as Director.

The appointment of Mr. François BLOCH as Director is subject to the prior approval 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 by the National Bank of Romania.

Made in Bucharest, on April 19, 2018.

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. 122
of April 19, 2018

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 19, 2018, 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 580,348,606 shares, representing 83.27555% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding 22,938,647 shares, representing 3.29152% of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3610 dated April 13, 2018;
- **FONDUL PROPRIETATEA S.A.**, holding 22,143,136 shares, representing 3.17737% of the share capital, represented by Mrs. Oana TRUTA, as per the correspondence voting form no. 70 dated April 16, 2018;
- **FONDUL DE PENSII ADMINISTRAT PRIVAT NN/NN PENSII S.A.F.P.A.P. S.A.**, holding 20,786,986 shares, representing 2.98277% of the share capital, represented by Mrs. Andreea PIPERNEA and Mr. Silviu NOVAC, as per the correspondence voting form dated April 11, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE OLTENIA S.A.**, holding 14,835,135 shares, representing 2.12873% of the share capital, represented by Mr. Tudor CIUREZU, as per the correspondence voting form no. 2882 dated April 13, 2018;
- **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 per the correspondence voting form dated April 10, 2018;
- **NORGES BANK**, holding 10,783,708 shares, representing 1.54738% 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 13, 2018;
- **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 13, 2018;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding 3,706,840 shares, representing 0.53190% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding 3,627,291 shares, representing 0.52049% of the share capital, represented by Mrs. Florica TRANDAFIR, as per the correspondence voting form no. 80610/2370 dated April 16, 2018;

- **ABERDEN EMERG MARKETS SMALLER COMPANIES FD A SERIES OF THE ABERDEN INSTITUT COMMINGL FD LLC**, holding **3,328,840** shares, representing **0.47760%** 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 13, 2018;
- **OTHER SHAREHOLDERS**, holding **40,646,169** shares, representing **5.83241%** 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 **579,435,676** votes voted *in favour* of **point 9** of the agenda; while shareholders representing 4,640 votes voted *against*; 908,290 votes were canceled.

The decision was made with the vote of the shareholders holding **99.84269%** of the share capital of BRD, present or represented at the meeting.

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 2018.

Made in Bucharest, on April 19, 2018.

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. 122
of April 19, 2018

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 19, 2018, 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 580,348,606 shares, representing 83.27555% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding **22,938,647** shares, representing **3.29152%** of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3610 dated April 13, 2018;
- **FONDUL PROPRIETATEA S.A.**, holding **22,143,136** shares, representing **3.17737%** of the share capital, represented by Mrs. Oana TRUTA, as per the correspondence voting form no. 70 dated April 16, 2018;
- **FONDUL DE PENSII ADMINISTRAT PRIVAT NN/NN PENSII S.A.F.P.A.P. S.A.**, holding **20,786,986** shares, representing **2.98277%** of the share capital, represented by Mrs. Andreea PIPERNEA and Mr. Silviu NOVAC, as per the correspondence voting form dated April 11, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE OLTENIA S.A.**, holding **14,835,135** shares, representing **2.12873%** of the share capital, represented by Mr. Tudor CIUREZU, as per the correspondence voting form no. 2882 dated April 13, 2018;
- **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 per the correspondence voting form dated April 10, 2018;
- **NORGES BANK**, holding **10,783,708** shares, representing **1.54738%** 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 13, 2018;
- **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 13, 2018;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding **3,706,840** shares, representing **0.53190%** 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding **3,627,291** shares, representing **0.52049%** of the share capital, represented by Mrs. Florica TRANDAFIR, as per the correspondence voting form no. 80610/2370 dated April 16, 2018;

- **ABERDEN EMERG MARKETS SMALLER COMPANIES FD A SERIES OF THE ABERDEN INSTITUT COMMINGL FD LLC**, holding **3,328,840** shares, representing **0.47760%** 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 13, 2018;
- **OTHER SHAREHOLDERS**, holding **40,646,169** shares, representing **5.83241%** 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 **579,578,840** votes voted *in favour* of **point 10** of the agenda; 769,766 votes were canceled.

The decision was made with the vote of the shareholders holding **99.86736%** of the share capital of BRD, present or represented at the meeting.

<p>The Ordinary General Meeting of the Shareholders approves the date of Mai 8, 2018 as ex date.</p>

Made in Bucharest, on April 19, 2018.

**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. 122
of April 19, 2018

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 19, 2018, 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 580,348,606 shares, representing 83.27555% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding **22,938,647** shares, representing **3.29152%** of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3610 dated April 13, 2018;
- **FONDUL PROPRIETATEA S.A.**, holding **22,143,136** shares, representing **3.17737%** of the share capital, represented by Mrs. Oana TRUTA, as per the correspondence voting form no. 70 dated April 16, 2018;
- **FONDUL DE PENSII ADMINISTRAT PRIVAT NN/NN PENSII S.A.F.P.A.P. S.A.**, holding **20,786,986** shares, representing **2.98277%** of the share capital, represented by Mrs. Andreea PIPERNEA and Mr. Silviu NOVAC, as per the correspondence voting form dated April 11, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE OLTENIA S.A.**, holding **14,835,135** shares, representing **2.12873%** of the share capital, represented by Mr. Tudor CIUREZU, as per the correspondence voting form no. 2882 dated April 13, 2018;
- **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 per the correspondence voting form dated April 10, 2018;
- **NORGES BANK**, holding **10,783,708** shares, representing **1.54738%** 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 13, 2018;
- **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 13, 2018;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding **3,706,840** shares, representing **0.53190%** 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding **3,627,291** shares, representing **0.52049%** of the share capital, represented by Mrs. Florica TRANDAFIR,

as per the correspondence voting form no. 80610/2370 dated April 16, 2018;

- **ABERDEN EMERG MARKETS SMALLER COMPANIES FD A SERIES OF THE ABERDEN INSTITUT COMMINGL FD LLC**, holding **3,328,840** shares, representing **0.47760%** 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 13, 2018;
- **OTHER SHAREHOLDERS**, holding **40,646,169** shares, representing **5.83241%** 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 **579,578,840** votes voted *in favour* of **point 11** of the agenda; 769,766 votes were canceled.

The decision was made with the vote of the shareholders holding **99.86736%** of the share capital of BRD, present or represented at the meeting.

The Ordinary General Meeting of the Shareholders approves the date of May 9, 2018 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 19, 2018.

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. 123
of April 19, 2018

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 19, 2018, 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 580,348,606 shares, representing 83.27555% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding **22,938,647** shares, representing **3.29152%** of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3610 dated April 13, 2018;
- **FONDUL PROPRIETATEA S.A.**, holding **22,143,136** shares, representing **3.17737%** of the share capital, represented by Mrs. Oana TRUTA, as per the correspondence voting form no. 70 dated April 16, 2018;
- **FONDUL DE PENSII ADMINISTRAT PRIVAT NN/NN PENSII S.A.F.P.A.P. S.A.**, holding **20,786,986** shares, representing **2.98277%** of the share capital, represented by Mrs. Andreea PIPERNEA and Mr. Silviu NOVAC, as per the correspondence voting form dated April 11, 2018;
- **SOCIETATEA DE INVESTITII FINANCIARE OLTENIA S.A.**, holding **14,835,135** shares, representing **2.12873%** of the share capital, represented by Mr. Tudor CIUREZU, as per the correspondence voting form no. 2882 dated April 13, 2018;
- **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 per the correspondence voting form dated April 10, 2018;
- **NORGES BANK**, holding **10,783,708** shares, representing **1.54738%** 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 13, 2018;
- **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 13, 2018;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding **3,706,840** shares, representing **0.53190%** 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 13, 2018;
- **SOCIETATEA DE INVESTITII FINANCIARE MUNTENIA S.A.**, holding **3,627,291** shares, representing **0.52049%** of the share capital, represented by Mrs. Florica TRANDAFIR, as per the correspondence voting form no. 80610/2370 dated April 16, 2018;

- **ABERDEN EMERG MARKETS SMALLER COMPANIES FD A SERIES OF THE ABERDEN INSTITUT COMMINGL FD LLC**, holding **3,328,840** shares, representing **0.47760%** 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 13, 2018;
- **OTHER SHAREHOLDERS**, holding **40,646,169** shares, representing **5.83241%** 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 **580,348,546** votes voted *in favour* of **point 1** of the agenda; while shareholders representing 60 votes *abstained* from voting;

The resolution was made with the vote of the shareholders holding **83.275546%** 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 19, 2018.

**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. 123
of April 19, 2018

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 19, 2018, 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 580,348,606 shares, representing 83.27555% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding **22,938,647** shares, representing **3.29152%** of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3610 dated April 13, 2018;
- **FONDUL PROPRIETATEA S.A.**, holding **22,143,136** shares, representing **3.17737%** of the share capital, represented by Mrs. Oana TRUTA, as per the correspondence voting form no. 70 dated April 16, 2018;
- **FONDUL DE PENSII ADMINISTRAT PRIVAT NN/NN PENSII S.A.F.P.A.P. S.A.**, holding **20,786,986** shares, representing **2.98277%** of the share capital, represented by Mrs. Andreea PIPERNEA and Mr. Silviu NOVAC, as per the correspondence voting form dated April 11, 2018;
- **SOCIETATEA DE INVESTITII FINANCIARE OLTENIA S.A.**, holding **14,835,135** shares, representing **2.12873%** of the share capital, represented by Mr. Tudor CIUREZU, as per the correspondence voting form no. 2882 dated April 13, 2018;
- **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 per the correspondence voting form dated April 10, 2018;
- **NORGES BANK**, holding **10,783,708** shares, representing **1.54738%** 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 13, 2018;
- **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 13, 2018;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding **3,706,840** shares, representing **0.53190%** 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 13, 2018;
- **SOCIETATEA DE INVESTITII FINANCIARE MUNTENIA S.A.**, holding **3,627,291** shares, representing **0.52049%** of the share capital, represented by Mrs. Florica TRANDAFIR, as per the correspondence voting form no. 80610/2370 dated April 16, 2018;

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<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

- **ABERDEN EMERG MARKETS SMALLER COMPANIES FD A SERIES OF THE ABERDEN INSTITUT COMMINGL FD LLC**, holding **3,328,840** shares, representing **0.47760%** 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 13, 2018;
- **OTHER SHAREHOLDERS**, holding **40,646,169** shares, representing **5.83241%** 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 **580,348,606** votes voted *in favour* of **point 2** of the agenda.

The resolution was made with the vote of the shareholders holding **83.27555%** 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 19, 2018.

**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 31.01.2018 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 22,624,920 shares, i.e. 3.2465%, of the share capital, namely RON 22,624,920;
3. **Fondul Proprietatea S.A.**, headquartered in Bucharest, Str. Buzești no. 78-80, Et. 7, sector 1, a Romanian juridical person, holds 22,143,136 shares, i.e. 3.1774% of the share capital, namely RON 22,143,136;
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. **Societatea de Investiții Financiare Oltenia S.A.**, Craiova, Str. Tufănele, Bl. 313, jud. Dolj, a Romanian juridical person, holds 14,835,135 shares, i.e. 2.1287%, of the share capital, namely RON 14,835,135;
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. **Fond de Pensii Administrat Privat Metropolitan Life** headquartered in Bld. Lascar Catargiu, No. 47-53, Floor 4, Bucharest, Sector 1, Romania, holds 12,432,879 shares, i.e. 1.7840%, namely RON 12,432,879 lei;
8. **Norges Bank**, headquartered in Oslo, Bankplassen 2, P.O. BOX 1179 Sentrum, 010, 7 Norway, holds 10,121,254 shares, i.e., 1.4523%, namely RON 10,121,254 lei;
9. **Fondul De Pensii Administrat Privat Vital/Aegon Saffpap SA**, headquartered in Floresti , Jud Cluj, Str.Avrăm Iancu Nr. 506-508 Et.4, holds 7,483,510 shares, i.e. 1.0738%, namely RON 7,483,510;
10. **Trigon New Europe Fund** headquartered in Parnu Mnt 18, Kesklinna District, Harju County, 10141, Tallinn, Estonia holds 4,599,150 shares, i.e. 0.6599%, namely RON 4,599,150 lei;
11. **Other shareholders natural persons** own together a number of shares 24,932,036 i.e. 3.5776%, of the share capital, namely RON 24,932,036;
12. **Other shareholders juridical persons** own together a number of shares 124,013,327, i.e. 17.7950%, of the share capital, namely RON 124,013,327.”

2. *The Annex to the Articles of Incorporation of BRD - Groupe Société Générale SA which includes the list of the members of the Board of Directors, is amended as follows:*

- i. Mr. Philippe Charles LHOTTE is radiated from point 1 due to his renunciation to his mandate;
- ii. subject to obtain the National Bank of Romania prior approval, Mr. François BLOCH, is registered as Member to point 1;

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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. 123
of April 19, 2018

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 19, 2018, 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 580,348,606 shares, representing 83.27555% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding 22,938,647 shares, representing 3.29152% of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3610 dated April 13, 2018;
- **FONDUL PROPRIETATEA S.A.**, holding 22,143,136 shares, representing 3.17737% of the share capital, represented by Mrs. Oana TRUTA, as per the correspondence voting form no. 70 dated April 16, 2018;
- **FONDUL DE PENSII ADMINISTRAT PRIVAT NN/NN PENSII S.A.F.P.A.P. S.A.**, holding 20,786,986 shares, representing 2.98277% of the share capital, represented by Mrs. Andreea PIPERNEA and Mr. Silviu NOVAC, as per the correspondence voting form dated April 11, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE OLTENIA S.A.**, holding 14,835,135 shares, representing 2.12873% of the share capital, represented by Mr. Tudor CIUREZU, as per the correspondence voting form no. 2882 dated April 13, 2018;
- **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 per the correspondence voting form dated April 10, 2018;
- **NORGES BANK**, holding 10,783,708 shares, representing 1.54738% 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 13, 2018;
- **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 13, 2018;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding 3,706,840 shares, representing 0.53190% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE MUNTENIA S.A.**, holding 3,627,291 shares, representing 0.52049% of the share capital, represented by Mrs. Florica TRANDAFIR, as per the correspondence voting form no. 80610/2370 dated April 16, 2018;

- **ABERDEN EMERG MARKETS SMALLER COMPANIES FD A SERIES OF THE ABERDEN INSTITUT COMMINGL FD LLC**, holding **3,328,840** shares, representing **0.47760%** 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 13, 2018;
- **OTHER SHAREHOLDERS**, holding **40,646,169** shares, representing **5.83241%** 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 **580,348,606** votes voted *in favour* of **point 3** of the agenda.

The resolution was made with the vote of the shareholders holding **83.27555%** of the share capital of BRD.

The Extraordinary General Meeting of the Shareholders approves the date of May 8, 2018 as ex date.

Made in Bucharest, on April 19, 2018.

**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. 123
of April 19, 2018

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 19, 2018, 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 580,348,606 shares, representing 83.27555% 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 13, 2018;
- **SOCIETATEA DE INVESTIȚII FINANCIARE TRANSILVANIA S.A.**, holding **22,938,647** shares, representing **3.29152%** of the share capital, represented by Mr. Mihai FERCALA and Iulian STAN, as per the correspondence voting form no. 3610 dated April 13, 2018;
- **FONDUL PROPRIETATEA S.A.**, holding **22,143,136** shares, representing **3.17737%** of the share capital, represented by Mrs. Oana TRUTA, as per the correspondence voting form no. 70 dated April 16, 2018;
- **FONDUL DE PENSII ADMINISTRAT PRIVAT NN/NN PENSII S.A.F.P.A.P. S.A.**, holding **20,786,986** shares, representing **2.98277%** of the share capital, represented by Mrs. Andreea PIPERNEA and Mr. Silviu NOVAC, as per the correspondence voting form dated April 11, 2018;
- **SOCIETATEA DE INVESTITII FINANCIARE OLTENIA S.A.**, holding **14,835,135** shares, representing **2.12873%** of the share capital, represented by Mr. Tudor CIUREZU, as per the correspondence voting form no. 2882 dated April 13, 2018;
- **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 per the correspondence voting form dated April 10, 2018;
- **NORGES BANK**, holding **10,783,708** shares, representing **1.54738%** 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 13, 2018;
- **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 13, 2018;
- **CAISSE DE DEPOT ET PLACEMENT DU QUEBEC**, holding **3,706,840** shares, representing **0.53190%** 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 13, 2018;
- **SOCIETATEA DE INVESTITII FINANCIARE MUNTENIA S.A.**, holding **3,627,291** shares, representing **0.52049%** of the share capital, represented by Mrs. Florica TRANDAFIR, as per the correspondence voting form no. 80610/2370 dated April 16, 2018;

- **ABERDEN EMERG MARKETS SMALLER COMPANIES FD A SERIES OF THE ABERDEN INSTITUT COMMINGL FD LLC**, holding **3,328,840** shares, representing **0.47760%** 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 13, 2018;
- **OTHER SHAREHOLDERS**, holding **40,646,169** shares, representing **5.83241%** 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 **580,348,606** votes voted *in favour* of **point 4** of the agenda;

The resolution was made with the vote of the shareholders holding **83.27555%** of the share capital of BRD.

The Extraordinary General Meeting of the Shareholders approves the date of May 9, 2018 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 19, 2018.

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

Petre BUNESCU

Secretary of the Extraordinary General Meeting of the Shareholders

Mariana DINU