
THE ORDINARY GENERAL MEETING OF THE SHAREHOLDERS

On April 18, 2019, at 10:00 A.M., at BRD Tower, 1-7 Bd. Ion Mihalache, 1st district, Bucharest (1st floor, Auditorium Room) for all the shareholders registered with the Shareholders' Register by the end of April 8, 2019 (reference date)

Decision draft:

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

- The expiry of the mandate as director of Mr. Petre BUNESCU starting with April 18, 2019.
- The opinion of the Nomination Committee based on the compliance with the eligibility criteria:
 - ✓ *Mr. Bunescu has a vast experience of over 44 years on banking field, out of which 29 in management positions such as member of the Board of Directors of BRD (since 1999 up today); Deputy CEO BRD (August 1999 - March 1st, 2019); Vice-Chairman of the Romanian Banking Association (Until May 17th, 2015); member of the Board of Directors of Transfond SA (until July 24th, 2015); Interim Chairman of the Board of Directors of BRD (May 1, 2012 -November 5, 2012), Member of the Board of Directors of MISR – Romanian Bank (1998 – 2005), Interim Chairman of the Romanian Bank for Development (November 1997 - May 1998); Vice-Chairman and member of the Board of Directors and of the Executive Committee of the Romanian Bank for Development (December 1st, 1990 -July 1999); Deputy CEO of the Bucharest Branch (1990);*
 - ✓ *has academic experience - PhD in Economics, he has been a permanent member of the teaching staff of the Romanian Banking Institute and of the Financial and Banking Studies Institute (1997 -2006), and associated member of the teaching staff of the Romanian-American University in Bucharest (2007 – 2011);*
 - ✓ *proves fully involvement and commitment in fulfilling his responsibilities. His interventions demonstrate his character and ability to act independently in the process of making the proposals and taking the decisions;*
 - ✓ *his previous position demonstrate a pristine reputation;*
 - ✓ *his professional experience and acquired expertise bring an important contribution to the overall competence of the board and will bring a proper balance between know-how, skills, diversity, local and international experience and a higher level of the collective competence of the Board of Directors.*

Annexe: Mr. Petre BUNESCU CVs