

From:	<b>Board of Directors</b>	Date: March 14 <sup>th</sup> , 2013
To:	<b>Ordinary General Meeting of the Shareholders</b>	Chairman – CEO visa:
Subject:	<b>Election of Mr Jean-Luc André Joseph PARER as director of BRD-Groupe Société Générale S.A.</b>	

**Decision draft:**

The Ordinary General Meeting of the Shareholders approves the election of Mr Jean-Luc André Joseph PARER as director of BRD – Groupe Société Générale S.A. for a 4-year office, following the end of Mr Bogdan BALTAZAR's term of office on account of his death, and approves the authorisation of Mr Philippe Charles LHOTTE, Chairman - CEO, to sign on behalf of the Bank: the Management Contract with Mr Jean-Luc André Joseph PARER, 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 Jean-Luc André Joseph PARER 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 term of office of Mr Jean-Luc André Joseph PARER starts running from the date of issuance of the prior approval by the National Bank of Romania.

**SUMMARY**

Following the end of Mr Bogdan BALTAZAR's term of office on account of his death, the Board of Directors proposes the candidacy of Mr Jean-Luc André Joseph PARER for the position of Director of the Bank.

Mr Jean-Luc André Joseph PARER has a seniority of 33 years within the Societe Generale Group, where he held the positions of: Head of the Retail Banking outside France (BHF), Head of the Global Finance Division, Head of the Capital and Financing Markets, Deputy Head of the Debt Finance Division, Head of Structured Financing, Deputy Head of Specialised Financing, Deputy Head of Structured Financing, Inspector, then Senior Inspector with the General Inspection.

Considering his professional competences and experience, the Board of Directors proposes the election of Mr Jean-Luc André Joseph PARER as 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 Jean-Luc PARER, to sign the Addendum and Articles of Association following the changes in the members of the Board of Directors.

Annex: CV of Mr Jean-Luc André Joseph PARER.