

**The Board of Directors
of BRD-GROUPE SOCIETE GENERALE S.A.**

calls

**THE ORDINARY GENERAL ASSEMBLY AND THE EXTRAORDINARY GENERAL ASSEMBLY
OF THE SHAREHOLDERS**

on April 18, 2007, 10⁰⁰ h and 11⁰⁰ h, respectively,
at the Crowne Plaza, 1 Bd. Poligrafiei, 1st sector, Bucharest (Crowne Plaza Hotel, Grand Ballroom Hall),
for all the shareholders registered with the Shareholders Register by the end of April 10, 2007 (reference
date), with the following agenda :

ORDINARY GENERAL ASSEMBLY OF THE SHAREHOLDERS:

1. Approval of the individual financial statements of the Bank as at December 31, 2006 (elaborated in compliance with the local accounting standards), as well as of the consolidated annual financial statements (made in compliance with the International Financial Reporting Standards), based on the reports presented by the Board of Directors and on the opinions of the financial auditor of the Bank.
2. Approval of the profit allocation and setting of the dividend on 2006 (the proposed gross dividend is of 0.3672 lei / share). Dividends will be paid within maximum 60 days since the date of the general assembly.
3. The administrative discharge of BRD's directors for the tax year 2006 and the release of the directors' guarantee, established according to Law no 31/1990.
4. Approval of the income and expenditure budget for 2007 and of the business plan for the tax year 2007.
5.
 - Election, by renewal of offices, of seven members of the Board of Directors
Propositions: Messrs. Petre Bunescu, Sorin-Mihai Popa, Didier Alix, Jean-Louis Mattei, Bogdan Baltazar and Ioan Niculescu, as well as Mrs. Anne Fossemalle. The list of information on the persons proposed for the position of director is available to the shareholders on the website of the Bank.
Other candidatures may be submitted at the General Secretariat of the Bank by April 6, 2007.
 - Delegation of power to Mr. Patrick Gelin, Chairman-CEO of the Bank, to sign the individual contracts of mandate between the Bank and each director / executive officer, respectively of Mr. Didier Alix, non-executive member of the Board of Directors, to sign the contract of mandate of Mr. Patrick Gelin.
6. Approval of the remuneration due to the non-executive directors for the fiscal year 2007.
7. Appointment of the financial auditor of the Bank for 2007 and determination of the audit contract duration.
8. Approval of May 4, 2007 as registration date for the identification of the shareholders who will benefit from dividends and who will be affected by the decisions of the general assembly of the shareholders.

EXTRAORDINARY GENERAL ASSEMBLY OF THE SHAREHOLDERS:

1. Approval of the amendment and completion of the Articles of Incorporation of BRD-Groupe Société Générale, according to the propositions in the Convocation Annex, as well as the delegation of power to Mr. Patrick Gelin, Chairman-CEO of the Bank, to sign the Addendum to the Articles of Incorporation, as well as the updated form of the Articles of Incorporation which will contain all the modifications occurred.
2. Approval of bond issues in the period 2007 – 2008, within a maximum ceiling of EUR 500 million or the lei equivalent, in the terms specified in the note made available to the shareholders. The Board of Directors will enforce this decision and set the individual parameters of each issue.
3. Approval of May 4, 2007 as registration date, according to art. 238 in Law no 297/2004 on the capital market.

As per Law no 297/2004 on the capital market, the *registration date* is the calendar date serving to “identify the shareholders who will benefit from dividends or other rights and who will be affected by the decisions of the general assembly of the shareholders”. This date will be established by the general assembly and will be subsequent by at least 10 business days to the date of the general assembly of the shareholders.

Starting March 16, 2007, the informative documents and materials with regard to the matters on the agenda are available on the website of the Bank (www.brd.ro, section Shareholders and Investors) or they can be bought by the shareholders from the General Secretariat of the Bank (tel. 021.301.61.33 – BRD Tower, 1-7 Bd. Ion Mihalache, code 011171, 1st sector, Bucharest).

The shareholders registered at the reference date may participate in the general assembly directly or represented by persons other than the shareholders, except for the directors or executive officers, based on an express authority.

The shareholders entitled to participate in the general assembly are granted access upon their mere identification, for the individual shareholders, by means of their identity papers (identity card for the Romanian citizens or, as the case may be, passport for the foreign citizens) or, for the represented legal and individual entity shareholders, by means of the express authority given to their individual entity representative.

The representatives of the legal entity shareholders will prove their capacity as follows:

- the legal representative – based on an official document attesting this capacity (e.g.: articles of incorporation, extract/finding certificate issued by the Trade Register or another proof issued by a relevant authority);
- the person to whom the power of representation was delegated – besides the above-mentioned document (attesting the capacity of legal representative of the person signing the delegation), such person will also present the express authority signed by the legal representative of the respective legal entity.

The representatives of the individuals, as well as the representatives of the legal entities will be identified based on their identity papers (identity card for the Romanian citizens or, as the case may be, passport for the foreign citizens).

Starting March 16, 2007, the express authority forms can be obtained on the website of the Bank or at the General Secretariat of the Bank, specified above. Once filled in and signed, one copy of the express authority will be sent to the BRD Tower (1-7 Bd. Ion Mihalache, code 011171, 1st sector, Bucharest – General Secretariat) before April 16, 2007, at 10⁰⁰h, under sanction of loss of the voting right in the general assembly, according to the law.

The express authorities shall include the information in the express authority form made available by BRD.

If on April 18, 2007, the quorum provided by the law is not met, the Ordinary General Assembly or, the Extraordinary General Assembly respectively, are called on April 19, 2007, at the same place and time and with the same agenda.

The Board of Directors of BRD – Groupe Société Générale S.A.

Patrick Gelin
Chairman - CEO