



**which RON 818,565,850 will be paid as dividends. Approval of a gross dividend per share of RON 0.17.**

For  Against  Abstention

**III. Discharge of directors for 2018.**

For  Against  Abstention

**IV. Approval of the revenue and expenditure budget and the investment plan for 2019 (business plan for 2019).**

For  Against  Abstention

**V. Establishing the directors' remuneration for 2019, including the maximum cap of additional remunerations (fixed and variable) granted to directors and managers.**

For  Against  Abstention

**VI. Approval of the date of June 5th, 2019 as the registration date and of the ex date – June 4th, 2019, for the identification of the shareholders who will benefit from the results of the Ordinary GMS and to whom the effects of the Ordinary GMS Decisions are applicable, including but not limited to the identification of the shareholders who will benefit from dividends.**

For  Against  Abstention

**VII. Approval of the date of June 14th, 2019 as the payment date for dividend distribution.**

For  Against  Abstention

**VIII. Approval of the mandates for the Board of Directors and for its individual members to carry out the decisions adopted by the Ordinary General Meeting of Shareholders.**

For

Against

Abstention

**For the Extraordinary General Meeting:**

**I. Increase of the share capital with the amount of RON 400,824,754 by issuing 400,824,754 new shares, at a nominal value of RON 1/share as well a mandate to the Board of Directors in order to determine the price at which the fractions of shares will be compensated following the application of the algorithm and the rounding of the results, in accordance with the applicable legal provisions. *The increase in the share capital will be carried out through the capitalization of reserves from the net profit of the year 2018 and the reserves from net profit of the previous years in amount of RON 400,824,754, by issuing a number of 400,824,754 shares, with a nominal value of RON 1/share in the benefit of the shareholders registered with the Shareholding Register held by the Central Depository at the registration date that will be established by the GSM (proposed date August 2nd, 2019).***

For

Against

Abstention

**II. Approval of the share buyback by the Bank, in accordance with the applicable legal provisions, under the following terms and conditions: up to 35,000,000 shares (0,7268% of the total shares included in the share capital) with a nominal value of RON 1/share at a minimum price equal to the market price on BSE at the moment of the buyback and a maximum price of RON 4 for a period of maximum 18 months as of the publishing date of the EGMS resolution in the Official Gazette of Romania, Part IV, part of a stock option plan with the purpose of implementing a remuneration program and a personnel incentive program for a period of at least 3 years as well as the**

