

Bucharest, 30.01.2019

SUMMONING

The Board of Directors of First Bank S.A., having its headquarters in Romania, Bucharest, 29-31 Nicolae Titulescu Blvd, 1st sector, registered number with the Trade Register under no J40/1441/1995, Unique Registration Code 7025592, RB-PJR-40-026/18.02.1999 ("the Bank") summons the Ordinary and Extraordinary General Meeting of the Shareholders at the date of 11.03.2019, at 11:00 A.M., respectively at 12.00 p.m., at the afore mentioned registered office of the Bank.

In case that, on that date, the quorum conditions are not fulfilled, Ordinary and Extraordinary General Meeting of the Shareholders are convoked again at the date of 12.03.2019, at 11:00 A.M., respectively at 12.00 p.m., in the same place and having the same agenda.

Agenda of the Ordinary General Meeting of Shareholders

1. Appointment of a Vice-Chairman of the Board of Directors.
2. Non executives Directors remuneration ratification.
3. Special remuneration approval for a non executive Director.
4. Modification of the Board of Directors structure, following the renunciation of one of the director mandate, and appointment of a new member in the Board of Directors of First Bank S.A. for a mandate of 4 years. The list comprising the information about the name, domicile and professional qualification of the person proposed as director is available to the shareholders at the company's headquarters and may be consulted and added by them.

Agenda of the Extraordinary General Meeting of Shareholders

1. Amendment of the Articles of Association as follows:

"Article 16 - Management body

16.2. *The BoD members are appointed by the GMS, for a mandate of maximum four years and are re-electable. The BoD elects, from its members, the Chairman of the Board, as well as two Vice Chairmen of the Board."*

"Article 19 – The senior management

19.1. *Current management of the Bank is undertaken by **eight Executive Managers**, organized as the Executive Committee (ExCo), according to the responsibilities set by the law, the empowerments set by the present Articles of Association and the decisions and the delegation of authority set forth by the GMS and the BoD. The Executive Managers are:*

- The President
- The First Vice-President

- Six Vice-Presidents

The activity of the ExCo is coordinated by the President who is the Chairman of the ExCo and informs the BoD on the ExCo significant activities and decisions. The First Vice-President, as Vice-Chairman of ExCo, replaces the President during his absence.”

Nicolae Danila
Chairman of the Board of Directors

