



From:	<b>Board of Directors</b>	Date: 13.03.2014
To:	<b>Ordinary General Meeting of the Shareholders</b>	Visa Chairman – CEO :
Subject:	<b>Remuneration due to the non-executive members of the Board of Directors, and general limits for the directors' and officers' additional remunerations</b>	

**Decision draft :**

The Ordinary General Meeting of the Shareholders approves the remuneration for the non-executive members of the Board of Directors for 2014, amounting to EUR 1,500 / month (gross amount, in lei equivalent), as well as the general limits for the directors' and officers' additional remunerations for 2014, amounting to RON 9,9 million, gross amount.

**SUMMARY**

According to art. 15 paragraph 2, letter d) of the re-updated Articles of Incorporation of BRD, the Ordinary General Meeting of the Shareholders must set the remuneration due to the directors for the current fiscal year.

For the fiscal year 2014, it is proposed to maintain the remuneration of EUR 1,500 (gross amount, in lei equivalent).

Also, in compliance with the Companies Law 31/1990 and subsequent amendments, the General Meeting of the Shareholders has the obligation to set the general limits for the directors' and officers' additional remunerations.

For the fiscal year 2014, the general limits proposed for the directors' and officers' additional remunerations are of maximum RON 9,9 million, gross amount.