

Bucharest, 12.04.2019

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 Extraordinary General Meeting of the Shareholders at the date of 20.05.2019, at 11:00 A.M., at the afore mentioned registered office of the Bank.

In case that, on that date, the quorum conditions are not fulfilled, Extraordinary General Meeting of the Shareholders are convoked again at the date of 21.05.2019, at 11:00 A.M., in the same place and having the same agenda.

Agenda of the Extraordinary General Meeting of Shareholders

1. The increase of the share capital of First Bank S.A. in amount of EUR 15,900,000 (fifteen million euros and nine hundred thousand euros). The contribution to the share capital of the Bank will be done in lei, at the NBR exchange rate EUR/RON as of the payment date.
2. Ratification of the transaction for the acquisition of the shares of Leumi Bank.
3. Ratification of the acquisition of the indemnities rights from JCF IV Tiger Holdings S.a.r.l. regarding the abusive clauses.
4. Ratification of the sale and contractual clauses of the headquarter building.
5. Modification of the composition of the Board of Directors, following the termination of the mandate of a board member.
6. Amendment of Art. 19.1.(„The senior management”) of the Article of Association of First Bank SA, having the following content:

“Article 19 – The senior management

19.1. Current management of the Bank is undertaken by seven 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*
- *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 Executive Committee can nominate any of the Vice-Presidents to replace the Chairman during his absence."

7. The amendment of the Articles of Associations of First Bank S.A. (inclusively of the Annex 1), following the decisions made at item 1 by the Extraordinary General Meeting of Shareholders, as per the above.

Nicolae Danila
Chairman of the Board of Directors

