

PATRIA BANK SA**CONVENING NOTICE**

The President of the Board of Directors of PATRIA BANK S.A., a bank incorporated and operating in accordance with Romanian law, having its registered office in Bucharest, district 1, 31 BREZOIANU ION ACTOR, floors 1, 2 and attic, registered with the Trade Registry Office attached to the Bucharest Tribunal under number J40/9252/2016, fiscal identification code RO 11447021, , with a subscribed and paid up share capital of RON 376,239,921.30 (the "Bank"), in accordance with the provisions of article 114, point 1 and 3 related to the art. 113, point (d) and art. 141 of the Companies Law 31/1990, and of art. 113, point A, paragraph 1, (a) of FSA Regulation no. 1/2006 on issuers and transactions with securities (d) referring to art. 79 and art. 85 par. 3 of Law no. 24/2017 on issuers of financial instruments and market operations, in conjunction with art. 8.4 (b) and art. 15 of the Bank's Articles of Association,

Convenes:

The meeting of the Board of Directors on **26th of July 2017, 11:00 hours**, at the actual office of Patria Bank S.A., Bucharest, district 2, 42 Pipera, floors 7, 8 and 10, having the following agenda:

Article 1. Approval of the completion of the object of activity of PATRIA BANK SA with bancassurance activity (CAEN code 6622- Activities of insurance agents and brokers).

Article 2. In order to reflect the changes, the Patria Bank SA Constitutive Act is amended accordingly, in the sense of adding a new letter e) of art. 7.2.from Article 7 of Chapter III - The Bank's scope of business as follows:

Old form:

- 7.2** The Bank also pursues the following services ancillary or connected to the code business:
- a) operations with movable and immovable property acquired further to execution of the Bank's claim (CAEN code 6810);
 - b) provision of client services, including valuation of movable and immovable property for acceptance thereof as loan securities, expert review of technical and economic documentations and pre-feasibility and feasibility studies submitted by clients in support of their applications for investment loans (CAEN code 6619);
 - c) domestic freight with own and rented means to cover for the Bank's general needs (monetary assets, gold and other precious metals, foreign currency, cheques, other commercial papers and settlement instruments, regular or other important vouchers, other similar assets (CAEN code 4941);
 - d) in-house organization and delivery of professional training to employees (CAEN code 8559).

New form:

- 7.2.** The Bank also pursues the following services ancillary or connected to the code business:
- a) operations with movable and immovable property acquired further to execution of the Bank's claim (CAEN code 6810);

- b) provision of client services, including valuation of movable and immovable property for acceptance thereof as loan securities, expert review of technical and economic documentations and pre-feasibility and feasibility studies submitted by clients in support of their applications for investment loans (CAEN code 6619);
- c) domestic freight with own and rented means to cover for the Bank's general needs (monetary assets, gold and other precious metals, foreign currency, cheques, other commercial papers and settlement instruments, regular or other important vouchers, other similar assets (CAEN code 4941);
- d) in-house organization and delivery of professional training to employees (CAEN code 8559).

- e) financial operations in the mandate - negotiation and conclusion of insurance contracts in the name and on behalf of the companies specialized in this activity and provision of services in order to achieve these objectives (CAEN code 6622 - activities of insurance agents and brokers)

Registration with the Trade Register Office of completing the Bank's object of activity:

- will be done only after obtaining the approval of the National Bank of Romania
and
- will be notified to the National Bank of Romania within 10 days of the registration according to the NBR Regulation no. 6/2008.

Art.3. Approval of empowering for Mr. Bogdan Merfea - CEO to sign the up-dated version of the Bank's Articles of Association, in accordance with the amendments approved at the above art 2.

Art.4. Approval of empowering of any member of the Management Committee to undertake all the legal formalities necessary for fulfilling all the publication requirements for the resolutions approved, as well as approval of the power to appoint other person in order to fulfil the formalities mentioned above.

President of the Board of Directors

Dragos Horia Manda

PATRIA BANK S.A.

