

[Letterhead of Banco Hipotecario]

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Note No. 126

Buenos Aires, April 17, 2019

ARGENTINE SECURITIES COMMISSION

**Re.: Resumption of the Ordinary and
Extraordinary General Shareholders'
Meeting started on 04/10/2019.**

Dear Sirs,

The purpose of this notice is to comply with the provisions of the Rules issued by the Argentine Securities Commission.

Consequently, please find attached a summary of the resolutions adopted at the resumed Ordinary and Extraordinary General Shareholders' Meeting held on April 17, 2019, at the registered office of Banco Hipotecario S.A., located at Reconquista 151, City of Buenos Aires.

Yours sincerely,

/Sgd./
Ernersto Viñes
Attorney-in-fact

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Summary of resolutions passed at the resumed Ordinary General Shareholders' Meeting of BANCO HIPOTECARIO S.A. held on 04/17/2019.

Outstanding Capital Stock	\$ 1,466,415,337
Present Capital Stock	\$1,410,344,420
Percentage of Present Capital Stock / Outstanding Capital Stock	96.18%
Present Votes	2,638,035,854
Percentage of Present Votes / Total Votes of Outstanding Stock	94.01%

(v) **Consideration of the remuneration payable to the directors for the fiscal year ended on December 31, 2018 in the amount of Ps. 39,183,000 (total remuneration).**

The shareholders' meeting unanimously approved the remunerations already received by the members of the Board of Directors in the manner and in the amounts advanced to each of them as credited to their respective accounts in the aggregate amount of Ps. 39,183,000 (total remuneration).

No negative votes were cast. One abstention for 643,140 votes was put on record.

(vi) **Consideration of the fees payable to the Executive Committee members for their technical and administrative duties for the fiscal year ended 12/31/2018 (section 14, subsection c) of the Bylaws)**

The shareholders' meeting approved by 1,403,076,495 affirmative votes, representing 86.33% of the votes cast, the payment of Ps. 68,100,000 to the members of the Executive Committee, as provided in section 14, subsections C) and D) of the Bylaws, which amount shall be charged to the income statement for fiscal year 2018.

222,111,795 negative votes were cast. Six abstentions for 1,012,847,564 votes were put on record.

(vii) **Authorization for the payment of advance fees and remunerations to the Directors up to such amount as may be determined, contingent upon the resolution to be adopted in such regard by the Ordinary General Shareholders' Meeting that will consider fiscal year 2019.**

The shareholders' meeting unanimously approved that, during the current fiscal year, the Directors be paid on a monthly basis an individual compensation similar to the one paid during 2018 but increased by the same proportion and as many times as the salary rises granted to employees under the scope of the applicable collective bargaining agreement, and according to the compensations prevailing in the market for individuals serving managerial positions, in advance of what may be resolved by the Ordinary General Shareholders' Meeting that will consider fiscal year 2019.

No negative votes were cast. One abstention for 643,140 votes was put on record.

(viii) **Consideration of fees payable to the Supervisory Committee for the fiscal year ended December 31, 2018 in the amount of Ps. 9,879,000 and authorization for the payment of advance fees during 2019, subject to the approval of the Ordinary General Shareholders' Meeting that will consider fiscal year 2019.**

The shareholders' meeting unanimously approved the global fees of Ps. 9,879,000 already collected by the Statutory Auditors in the manner and in the amounts advanced to each one of them, as credited

[Letterhead of Banco Hipotecario]

into their respective accounts. In addition, it motioned to authorize that during the current fiscal year Statutory Auditors be paid on a monthly basis an individual compensation similar to the one paid during 2018, but increased by the same proportion and as many times as the salary rises granted to employees under the scope of the applicable collective bargaining agreement, in advance of what may be resolved by the ordinary shareholders' meeting that will consider fiscal year 2019.

No negative votes were cast. One abstention for 643,140 votes was put on record.

- (ix) **(i) Ratification of the capital stock increase of up to a nominal value of Ps. 900,000,000 (nine hundred million pesos). (ii) Consideration of the new parameters within which the board of directors shall fix the share premium and the method of calculation of the subscription price for the shares to be issued as a result of the capital increase approved at the Ordinary General Shareholders' meeting that started on 4/9/2018 and ended on 5/8/2018. (iii) Renewal for an additional statutory term of the delegation to the board of directors of the powers to determine the time, amount and other terms and conditions of issue of the shares.**

The shareholders' meeting unanimously approved that (I) the capital stock increase of up to a nominal value of Ps. 900,000,000 (nine hundred million pesos) be ratified in accordance with the terms and conditions approved in item nine of the agenda of the ordinary general shareholders' meeting started on 4/9/2018 and ended on 5/8/2018; (II) the subscription price (nominal value plus share premium) of the newly issued shares to be established by the board of directors –which may be an indicative but non-binding subscription price– be fixed between USD 0.25 and USD 2, empowering the board of director to change such range by +/- 30%, ratifying the other terms and conditions approved in item 10 of the agenda of the ordinary general shareholders' meeting started on 4/9/2018 and ended 5/8/2018; and (III) the renewal for an additional statutory term of the delegation to the board of directors of the powers to set the time, amount and other terms and conditions of issue of the shares mentioned in item 11) of the agenda of the ordinary general shareholders' meeting started on 4/9/2018 and ended on 5/8/2018.

No negative votes were cast. One abstention for 643,140 votes was put on record.

- (x) **Ratification of the reduction of the term to exercise the preemptive and accretion rights by no less than ten (10) days pursuant to the terms approved by the extraordinary shareholders' meeting held on 9/28/2018 (for purposes of considering this item, the quorums and majorities for extraordinary shareholders' meetings will be required).**

The shareholders' meeting unanimously approved that the term to exercise the preemptive and accretion rights be shortened by no less than ten (10) days pursuant to the terms approved by the extraordinary shareholders meeting held on 9/28/2018.

No negative votes were cast. One abstention for 643,140 votes was put on record.

- (xi) **Consideration of the increase of the maximum issue amount of simple notes (not convertible into shares) to be issued in tranches under the Frequent Issuer Regime, for up to a nominal value of USD 600,000,000 (six hundred million United States dollars) or the equivalent thereof in other currencies or units of value (the "Frequent Issuer Regime").**

The shareholders' meeting unanimously approved to increase the maximum issue amount of simple notes (not convertible into shares) to be issued in tranches under the Frequent Issuer Regime, for up to a nominal value of USD 600,000,000 (six hundred million United States dollars) or the equivalent

[Letterhead of Banco Hipotecario]

thereof in other currencies or units of value, which may not be reissued.

No negative votes were cast. One abstention for 643,140 votes was put on record.

- (xii) **Consideration of the delegation to the Board of Directors of the powers to set the time and currency of issue, term, price, method and conditions of payment, type and rate of interest, use of proceeds and further terms and conditions of each series and/or tranches of notes to be issued under the Frequent Issuer Regime for up to the higher amount approved in item (xi) above.**

The shareholders' meeting unanimously resolved: (i) to approve, for five (5) years as from the date of this shareholders' meeting, the delegation to the Board of Directors of the broadest powers to: (a) approve and execute all agreements, instruments and documents related to the Frequent Issuer Regime and the issuance of each series and/or tranches of notes thereunder, and (b) fix the time and currency of issue, denomination, term, price, method and conditions of payment, type and rate of interest, use of proceeds and further terms and conditions of each series and/or tranche of notes to be issued under the Frequent Issuer Regime; and (ii) to authorize the Board of Directors to sub-delegate the powers mentioned in paragraph (i) above to one or more of its members, managers of the Bank, or persons it may determine pursuant to current laws. Such powers shall include: (a) to obtain from the competent agencies the authorizations and approvals required to apply for the public offering and the annual renewal of the base prospectus and registration with the Frequent Issuer Regime and of the series and/or tranches of notes to be issued thereunder before the Argentine Securities Commission, and the listing of such notes on such authorized local and/or foreign securities market as may be determined by the Board of Directors, Caja de Valores S.A. and/or other similar entities, (b) to execute any contract or document required to renew the annual registration and implement the Frequent Issuer Regime and the issuance and placement of the series and/or tranches of notes and make such amendments, clarifications, deletions or additions as the Board of Directors may deem necessary or as may be required by the Argentine Securities Commission, authorized securities markets in Argentina and/or abroad, Caja de Valores S.A. and/or other similar entities.

No negative votes were cast. One abstention for 643,140 votes was put on record.

- (xiii) **Consideration of the renewal of the delegation to the Board of Directors of the powers to set the time and currency of issue, term, price, method and conditions of payment, type and rate of interest, use of proceeds, and further terms and conditions of each series and/or tranche of notes to be issued under the Global Program for the Issue of Simple Notes for a nominal amount of up to USD 1,500,000,000 (or its equivalent in other currencies) currently in force, as approved by resolution of the shareholders' meeting dated May 23, 2008, and extended by resolution of the shareholders' meeting dated April 13, 2016.**

The shareholders' meeting unanimously resolved: (i) to approve the renewal of the delegation to the Board of Directors of the broadest powers to: (a) approve and execute all agreements and documents related to the Program and the issue of each series and/or tranche of notes thereunder, and (b) set the time and currency of issue, denomination, term, price, method and conditions of payment, type and rate of interest, use of proceeds and further terms and conditions of each series and/or tranche of notes issued under the Program; and (ii) to authorize the Board of Directors to sub-delegate the powers mentioned in paragraph (i) above to one or more of its members, managers of the Bank, or persons it determines pursuant to current laws. Such powers shall include: (a) to obtain from the competent entities the authorizations and approvals required to apply for the public offering of the Program and of the series and/or tranches of notes to be issued thereunder before the Argentine Securities Commission, and the listing of such notes on such authorized local and/or foreign

[Letterhead of Banco Hipotecario]

securities markets as may be determined by the Board of Directors, Caja de Valores S.A. and/or other similar entities, (b) to execute any contract or document required to implement the Program and the issuance and placement of the series and/or tranches of notes and make such amendments, clarifications, deletions or additions as the Board of Directors may deem necessary or that may be requested by the Argentine Securities Commission, authorized securities markets in Argentina and/or abroad, Caja de Valores S.A. and/or other similar entities.

No negative votes were cast. One abstention for 643,140 votes was put on record.

(xiv) **Approval of the annual budget for outsourcing of services of the Audit Committee for fiscal year 2019.**

The shareholders' meeting unanimously approved to fix at Ps. 3,500,000 (three million five hundred thousand pesos) the annual budget for outsourcing of services of the Audit Committee for fiscal year 2019.

No negative votes were cast. One abstention for 643,140 votes was put on record.

(xvi) **Appointment of regular and alternate certifying accountants for fiscal year 2019.**

The shareholders' meeting unanimously resolved to appoint the partners of "Price Waterhouse & Co.," Certified Public Accountants, Mr. Diego Sisto and Mr. Carlos Alberto Pace, as regular and alternate auditors, respectively, to certify the Bank's financial statements for the fiscal year that will end on December 31, 2019.

No negative votes were cast. One abstention for 643,140 votes was put on record.

/Sgd./
Ernesto Viñes
Attorney-in-fact