

PROPOSAL BY POHJOLA BANK PLC'S BOARD OF DIRECTORS FOR THE ALLOCATION OF DISTRIBUTABLE FUNDS

On 31 December 2012, the shareholders' equity of Pohjola Bank plc totalled EUR 1,719,758,901.82, EUR 570,537,192.60 of which represented distributable equity.

The following funds are at the AGM's disposal for profit distribution:

	€
Profit for 2012	194,506,607.98
Retained earnings	44,649,747.56
Reserve for invested non-restricted equity	307,931,364.75
Other non-restricted reserves	23,449,472.31
Total	570,537,192.60

The Board of Directors proposes that the Company's distributable funds be distributed to shareholders as follows: EUR 0.46 payable on 251,942.798 Series A shares, totalling EUR 115,893,687.08, and EUR 0.43 payable on 67,608,617 Series K shares, totalling EUR 29,071,705.31, i.e. the total proposed dividend distribution amounts to EUR 144,965,392.39.

The Board of Directors proposes that EUR 144,965,392.39 out of the profit for 2012 be allocated to dividend distribution. Accordingly, EUR 425,571,800.21 remains in the Company's distributable equity.

In addition, the Board of Directors proposes that a maximum of EUR 150,000 be available to the Board of Directors reserved from the distributable funds for donations and other charitable contributions.

The Company's financial position has not undergone any material changes since the end of the financial year 2012. The Company's liquidity is good and will not be jeopardised by the proposed profit distribution, in the Board of Directors' view.

The Board of Directors proposes that the dividend be paid to shareholders who have been entered in the Shareholder Register, maintained by Euroclear Finland Ltd, by the dividend record date on 27 March 2013 and that the dividend be paid on 5 April 2013.

Helsinki, 6 February 2013

Pohjola Bank plc

Board of Directors