

## Proposals for members of Pohjola Bank plc's Board of Directors and auditors and their remuneration

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OP-Pohjola Group Central Cooperative, which, as at 5 February 2014, held 61% of the votes conferred by Pohjola Bank plc shares, has announced that it will propose to Pohjola Bank plc's Annual General Meeting (AGM) of 20 March 2014 that eight members be elected to the Company's Board of Directors. It proposes that all existing members be re-elected: Mr Jukka Hienonen, President and CEO; Mr Jukka Hulkkonen, Managing Director; Ms Mirkku Kullberg, Managing Director; Ms Marjo Partio, Managing Director; Mr Harri Sailas, President and CEO; and Mr Tom von Weymarn.

Pohjola Bank plc's Board of Directors includes, by virtue of law, Mr Reijo Karhinen, Chairman of the Executive Board of OP-Pohjola Group Central Cooperative and Executive Chairman and CEO of OP-Pohjola Group, as Chairman of the Board of Directors; and, by virtue of the Articles of Association, Mr Tony Vepsäläinen, Vice Chairman of the Executive Board of OP-Pohjola Group Central Cooperative, Chief Business Development Officer, as Vice Chairman of the Board of Directors.

OP-Pohjola Group Central Cooperative has also announced that it will propose to the AGM that monthly Board emoluments be as follows: EUR 8,000 payable to the Chairman, EUR 5,500 payable to the Vice Chairman and EUR 4,500 payable to other Board members. An additional monthly emolument of EUR 1,000 is paid to such Board committee chairs who are not the Chairman or Vice Chairman of the Board. In addition, the proposed attendance allowance per meeting is EUR 550. An attendance allowance also applies to the meetings of Board Committees. These monthly Board emoluments are treated as pensionable salary, in accordance with the proposal. The proposed emoluments equal those paid in 2013.

OP-Pohjola Group Central Cooperative has announced that it will propose that KPMG Oy Ab, a firm of authorised public accountants, be re-elected the Company's auditor. OP-Pohjola Group Central Cooperative proposes that auditor's remuneration be based on a reasonable invoiced amount approved by the Company.

Pohjola Bank plc

Carina Geber-Teir

Chief Communications Officer

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Pohjola is a Finnish financial services group which provides its customers with banking, non-life insurance and asset management services. Our mission is to promote the sustainable prosperity, security and well-being of our customers. Profitable growth and an increase in company value form our key objectives. Pohjola Group serves

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corporate customers in Finland and abroad by providing an extensive range of financial, investment, cash- management and non-life insurance services. We offer non-life insurance and private banking services to private customers. Pohjola Series A shares have been listed on the Large Cap List of the NASDAQ OMX Helsinki since 1989. The number of shareholders totals around 32,000. Pohjola's consolidated earnings before tax came to 473 million euros in 2013 and the balance sheet total amounted to 44 billion euros on 31 December 2013. Pohjola is part of OP-Pohjola Group, the leading financial services group in Finland with 4.3 million customers.