

Pohjola Bank plc  
Stock exchange release  
20 February 2014, 5:00 pm

**Announcement under Chapter 9, Section 10 of the Securities Markets Act: OP-Pohjola Group Central Cooperative's shareholding in Pohjola Bank plc**

On 20 February 2014, Pohjola Bank plc received an announcement under Chapter 9, Section 5 of the Securities Markets Act from OP-Pohjola Group Central Cooperative that 123 OP-Pohjola Group cooperative banks have undertaken to accept the public voluntary bid for Pohjola Bank plc shares that they hold. The bid was launched by OP-Pohjola Group Central Cooperative on 6 February 2014. If the bid were completed, OP-Pohjola Group Central Cooperative's shareholding would exceed  $\frac{2}{3}$  of the total number of Pohjola Bank plc shares, and the undertakings given by the cooperative banks would increase the shareholding of OP-Pohjola Group Central Cooperative in Pohjola to 67.08% of all shares and the votes conferred by the shares to 81.32% of the votes.

Offeror's existing shares and votes:

Number of shares: 141,879,206.

Proportion of all shares: 44.40%.

Number of votes: 384,443,730.

Proportion of votes: 65.19%.

If the bid were executed, the offeror's shares and votes would be as follows:

Number of shares: 214,365,186.

Proportion of all shares: 67.08%.

Number of votes: 479,568,626.

Proportion of votes: 81.32%.

The number of Pohjola Bank plc's registered shares totals 319,551,415 which represent a total of 589,717,611 votes.

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 wellbeing of our customers. Profitable growth and an increase in company value form our key objectives. Pohjola Group serves 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 amounted 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.*

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