

NORDEA BANK POLSKA S.A.

Financial Supervision Commission

Current Report 17/2009

Date: 2009-05-26

Temat:

Report on the non-observance by the Company of Rule IV.8 of corporate governance

Legal basis:

**Art. 56.1.2 of the Public Offering Act – Current and Periodic Information
§ 29. of the Rules and Regulations of the Warsaw Stock Exchange**

Report:

The Management Board of Nordea Bank Polska S.A., Gdynia, reports as follows:

In connection with the commissioning on 26 May 2009 of KPMG Audyt Sp. z o.o. to review the interim financial statements of Nordea Bank Polska S.A. for the first half of 2009, based on the decision of the Bank's Supervisory Board, there was a change in the observance of rule IV.8 of Corporate Governance stated in "Fair Practices in Companies Listed on the Warsaw Stock Exchange". The change consists in the continuation of the use of the services rendered by the same entity (auditor) in spite of the lapse of seven years, as stipulated by the rule. This means that Nordea Bank Polska S.A. declares that it abstains from following the rule referred to above:

IV. Fair practices observed by the shareholders

8. The general meeting of shareholders of the supervisory board should make sure that the company's auditors should be replaced at least once every seven fiscal years.

Company's comments:

The company's auditors are replaced when the company's Group changes its auditors.

Nordea Bank Polska as a member of the Nordea Group uses the services of the auditors engaged for the whole Group.

The Bank is convinced that the reliability and independence of opinions issued by the auditors are independent of how long the auditors' services have been used.

Signatures of persons representing the company:

Date	Name	Position	Signature
2009-05-26	Włodzimierz Kiciński	President of the MB	