

Final Terms dated 30 January 2009

**The State Treasury of
THE REPUBLIC OF POLAND**

**Represented by
The Minister of Finance**

Issue of EUR 1,000,000,000 5.875 per cent. Notes due 3 February 2014

**under the EUR 25,000,000,000
Euro Medium Term Note Programme**

PART A - CONTRACTUAL TERMS

This document constitutes the Final Terms relating to the issue of Notes described herein. Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Simplified Base Prospectus dated 29 January 2009. These Final Terms contain the final terms of the Notes and must be read in conjunction with such Simplified Base Prospectus.

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| 1. | Issuer: | The State Treasury of the Republic of Poland represented by the Minister of Finance |
| 2. | (i) Series Number: | 21 |
| | (ii) Tranche Number: | 1 |
| 3. | Specified Currency or Currencies: | Euro (" EUR ") |
| 4. | Aggregate Principal Amount: | |
| | (i) Series: | EUR 1,000,000,000 |
| | (ii) Tranche: | EUR 1,000,000,000 |
| 5. | Issue Price: | 99.725 per cent. of the Aggregate Principal Amount |
| 6. | (i) Specified Denominations: | EUR 1,000 |
| | (ii) Calculation Amount | EUR 1,000 |
| 7. | (i) Issue Date: | 2 February 2009 |
| | (ii) Interest Commencement Date: | Issue Date |
| 8. | Maturity Date: | 3 February 2014 |

9.	Interest Basis:	5.875 per cent. Fixed Rate (further particulars specified below)
10.	Redemption/Payment Basis:	Redemption at par
11.	Change of Interest or Redemption/Payment Basis:	Not Applicable
12.	Put/Call Options:	Not Applicable
13.	Status of the Notes:	Senior
14.	Method of distribution:	Syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15.	Fixed Rate Note Provisions	Applicable
	(i) Rate of Interest:	5.875 per cent. per annum payable annually in arrear
	(ii) Interest Payment Date(s):	3 February in each year commencing on 3 February 2010 (the " First Interest Payment Date ") up to (and including) the Maturity Date, adjusted in accordance with the Following Business Day Convention
	(iii) Fixed Coupon Amount:	EUR 58.75 per Calculation Amount, except in respect of the amount payable on the First Interest Payment Date
	(iv) Broken Amount(s):	Long first coupon: Broken Amount of EUR 58.91 per Calculation Amount payable on the First Interest Payment Date
	(v) Day Count Fraction:	Actual/Actual (ICMA)
	(vi) Other terms relating to the method of calculating interest for Fixed Rate Notes:	Not Applicable
16.	Floating Rate Note Provisions	Not Applicable
17.	Zero Coupon Note Provisions	Not Applicable
18.	Index-Linked Interest Note Provisions	Not Applicable
19.	Dual Currency Note Provisions	Not Applicable

PROVISIONS RELATING TO REDEMPTION

20.	Call Option	Not Applicable
21.	Put Option	Not Applicable
22.	Final Redemption Amount of each Note	EUR 1,000 per Calculation Amount
23.	Early Termination Amount	
	Early Termination Amount(s) payable on event of default and/or the method of calculating the same (if required or if different from that set out in the Conditions):	EUR 1,000 per Calculation Amount

GENERAL PROVISIONS APPLICABLE TO THE NOTES

24.	Form of Notes:	Bearer Notes: Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes in the limited circumstances specified in the Permanent Global Note
25.	New Global Note form:	Applicable
26.	Additional Financial Centre(s) or other special provisions relating to Payment Dates:	Not Applicable
27.	Talons for future Coupons to be attached to Definitive Notes (and dates on which such Talons mature):	No
28.	Details relating to Partly Paid Notes: amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences (if any) of failure to pay, including any right of the Republic to forfeit the Notes and interest due on late payment:	Not Applicable

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| 29. | Details relating to instalment Notes:
amount of each instalment, date on
which each payment is to be made: | Not Applicable |
| 30. | Redenomination, renominalisation
and reconventioning provisions: | Not Applicable |
| 31. | Consolidation provisions: | The provisions in Condition 18 (<i>Further
Issues</i>) apply |
| 32. | Other terms or special conditions: | Not Applicable |

DISTRIBUTION

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| 33. | (i) If syndicated, names of
Managers: | <i>Joint Lead Managers</i>

Citigroup Global Markets Limited
ING Bank N.V.
Société Générale

<i>Co-Lead Managers</i>

Bank Polska Kasa Opieki Spółka Akcyjna
Bayerische Hypo- und Vereinsbank AG
Commerzbank Aktiengesellschaft
Credit Suisse Securities (Europe) Limited
HSBC France |
| | (ii) Stabilising Manager (if any): | Not Applicable |
| 34. | If non-syndicated, name of Dealer: | Not Applicable |
| 35. | TEFRA: | The D Rules are applicable |
| 36. | Additional selling restrictions: | Not Applicable |

LISTING APPLICATION

These Final Terms comprise the final terms required to list the issue of the Notes described herein pursuant to the EUR 25,000,000,000 Euro Medium Term Note Programme of the State Treasury of the Republic of Poland represented by the Minister of Finance.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in these Final Terms.

Signed on behalf of the State Treasury of the Republic of Poland represented by the Minister of Finance, upon authorisation of the Minister of Finance, Katarzyna Zajdel-Kurowska, Undersecretary of State in the Ministry of Finance:

By:
Duly authorised

PART B - OTHER INFORMATION

1. LISTING

- (i) Listing: Luxembourg
- (ii) Admission to trading: Application has been made for the Notes to be admitted to trading on the regulated market of the Luxembourg Stock Exchange with effect from 2 February 2009

2. RATINGS

Ratings: The Notes to be issued have been rated:

S&P: A-
Moody's: A2
Fitch: A-

3. INTEREST OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Managers, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the offer.

4. REASONS FOR THE OFFER, ESTIMATED NET PROCEEDS AND TOTAL EXPENSES

- (i) Reasons for the offer The net proceeds of the issue of the Notes will be used to finance the Issuer's state budget borrowing requirements
- (ii) Estimated net proceeds: EUR 996,250,000

5. YIELD

Indication of yield: 5.94 per cent.

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield

6. OPERATIONAL INFORMATION

ISIN Code: XS0410961014

Common Code: 041096101

Intended to be held in a manner which would allow Eurosystem eligibility:	<p>Yes</p> <p>Note that the designation "Yes" simply means that the Notes are intended upon issue to be deposited with Euroclear or Clearstream, Luxembourg as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon satisfaction of the Eurosystem eligibility criteria</p>
Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream Banking, <i>société anonyme</i> , Luxembourg and the relevant identification number(s):	Not Applicable
Delivery:	Delivery against payment
Names and addresses of additional Paying Agent(s) (if any):	Not Applicable