

**DECLARATION BY THE MANAGEMENT BOARD OF KGHM POLSKA MIEDŹ S.A. REGARDING THE ENTITY ENTITLED TO AUDIT FINANCIAL STATEMENTS**

The entity entitled to audit financial statements, and which has audited the annual consolidated financial statements, was selected in accordance with legal provisions. This entity, as well as the certified auditors who have carried out this audit, have met the conditions for issuing an impartial and independent audit opinion, in accordance with appropriate Polish legal provisions.

**Signatures**

<b>Signatures of all Members of the Management Board</b>			
<b>Date</b>	<b>First, Last name</b>	<b>Position/Function</b>	<b>Signature</b>
27 March 2009	<i>Mirosław Krutin</i>	President of the Management Board	
27 March 2009	<i>Herbert Wirth</i>	I Vice President of the Management Board	
27 March 2009	<i>Maciej Tybura</i>	Vice President of the Management Board	