

EUROCASH:

Selling Price. Annex to Stand-by underwriting agreement.

Poznań, 27 January 2005

Current Report 13/2005

The Management Board of Eurocash S.A. (the "Company") informs that an annex to the Stand-by Underwriting Agreement of January 17, 2005 by the Company, Politra BV (the "Offeror"), CA IB Corporate Finance Beratungs GmbH, CA IB Securities S.A., CA IB Financial Advisers sp. z o.o. and Millennium Dom Maklerski S.A. (see: Current Report 10/2005) was signed on January 27, 2005. Under the annex:

- (i) Selling Price of Shares for Sale was determined for 3.10 PLN per share.
- (ii) Final number of the Shares for Sale was determined for 57,483,900, divided into:
 - a) 48,541,960 Shares for Sale in the Institutional Offering;
 - b) 8,941,940 Shares for Sale in the Retail Offering.
- (iii) Commitments of each underwriter are as follows:
 - a) CA IB Corporate Finance Beratungs GmbH committed to pay and subscribe for 47,875,960 Shares for Sale of an aggregated value of 148,415,476 PLN,
 - b) Millennium Dom Maklerski S.A. committed to pay and subscribe for 666,000 Shares for Sale of an aggregated value of 2,064,600 PLN.
- (iv) For the services rendered under the agreement CA IB Corporate Finance Beratungs GmbH will be paid a commission fee of 1,113,116.07 PLN (0,75 %). Actual cost of this underwriter's acquisition of a single security shall be 3.08 PLN.
- (v) For the services rendered under the agreement Millennium Dom Maklerski S.A. will be paid a commission fee of 15,484.50 PLN (0.75 %). Actual cost of this underwriter's acquisition of a single security shall be 3.08 PLN.

In connection with the above, three last paragraphs of Point 11, Chapter III of the Company's Prospectus are now reading as follows:

„Under the stand-by underwriting agreement, commitments of each underwriter are as follows: (i) CA IB Corporate Finance Beratungs GmbH committed to pay and subscribe for 47,875,960 Shares for Sale of an aggregated value of 148,415,476 PLN, and (ii) Millennium Dom Maklerski S.A. committed to pay and subscribe for 666,000 Shares for Sale of an aggregated value of 2,064,600 PLN.

For the services rendered under the agreement CA IB Corporate Finance Beratungs GmbH will be paid a commission fee of 1,113,116.07 PLN (0,75 %). Actual cost of this

underwriter's acquisition of a single security shall be 3.08 PLN. For the services rendered under the agreement Millennium Dom Maklerski S.A. will be paid a commission fee of 15,484.50 PLN (0.75 %). Actual cost of this underwriter's acquisition of a single security shall be 3.08 PLN.

TABLE:

Underwriters declaring to subscribe for the securities under the underwriting agreement:

1. CA IB Corporate Finance Beratungs Ges. m. b. h.
1. Millenium Dom Maklerski S.A.

Address (registered seat):

2. Schottengasse 6, A-1010 Vienna
2. Al. Jerozolimskie 123A, 02-017 Warsaw

Shareholders' equity of the underwriters:

3. 7,812,224.30 EUR
3. 42,676,696.99 PLN

Number of securities covered by the underwriting agreement:

- 4 47,875,960
- 4 666,000

Value of securities covered by the underwriting agreement: (according to the issue price):

- 5 148,415,476 PLN
- 5 2.064.600 PLN

Fixed fee for the subscribers

- value: 6 - 6 -
- percentage: 7 - 7 -

Commission fee for the subscribers:

value:

8. 1,113,116.07

8. 15,484.50

percentage:

9. 0.75%

9. 0.75%

Actual cost of the underwriters' acquisition of a single security:

10. $(5-6-8)/4$ 3.08

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Legal Basis: Article 80 section 2 in connection with Article 80 section 1, Article. 76 section 1 in fine and Article 80 section 1 item 1 of the Law on Public Trading in Securities