

EUROCASH:

**Ordinary Meeting of Shareholders Convened on 28 June 2007 – Changes in the Agenda of the Meeting, Adopted Resolutions, Amendments to Statutes and Adjournment of the Meeting until 26 July 2007**

Komorniki, June 29, 2007

**Current report 9/2007**

The Management Board of Eurocash S.A. (the “Company”) hereby informs that the Ordinary Meeting of Shareholders of the Company (the “Meeting”) convened for 28 June 2007 changed the agenda of the Meeting by moving its items pertaining to presentation by the Management Board of the essential elements of the Eurocash S.A. with KDWT S.A. merger plan and adoption of a resolution concerning merger of Eurocash S.A. with KDWT S.A. to the end of the agenda after its item related to the adoption of a resolution concerning the approval of amendments to the “By-Laws of Supervisory Board of Eurocash S.A.”. Furthermore, the new item was added pertaining to adoption of the resolution concerning the adjournment of the Meeting until 26 July 2007 (Thursday), 12 a.m. and continuance of the Meeting on this date at the Company’s registered office in Komorniki next to Poznań, ul. Wiśniowa 11.

The Meeting was held in accordance with the changed agenda and, therefore, it postponed the decision on the merger of Eurocash S.A. with KDWT S.A. until it has been continued.

In connection with the adoption by the Meeting of Resolution No. 20 concerning the amendments to the Company Statute. The Management Board hereby presents the current provisions of § 6a Section 1 and Section 3 of the Company Statute along with the adopted amendments thereto, as well as the adopted wording of additional items 22 and 36 in § 2 Section 1 of the Statute, as well as new Sections 5 and 6 of § 6 of the Statute.

1. In § 2 Section 1 of the Statute new item 22 was adopted to be added with the following wording and the further numbering of § 2 Section 1 of the Statute was accordingly amended:  
“(22) 51.46.Z – Wholesale of pharmaceutical, medical and orthopedic products”.
2. Furthermore, after the numbering was amended, in § 2 Section 1 of the Statute new item 36 was adopted to be added with the following wording. Further numbering of § 2 Section 1 of the Statute was accordingly amended.  
“(36) 52.31.Z – Retail sale of pharmaceutical products”.
3. In § 6 of the Statute new Sections 5 and 6 were adopted to be added with the following wording and the further numbering of § 6 of the Statutes was accordingly amended:  
“5. The Company shall conditionally increase its share capital by the amount of up to PLN 573,636 (Five Hundred Seventy Three Thousand Six Hundred Thirty Six). The conditional share capital increase shall be effected by an issue of up to 573,636 (Five Hundred Seventy Three Thousand Six Hundred Thirty Six) series F ordinary bearer shares with the par value of PLN 1 (One Zloty) each and the total par value of up to PLN 573,636 (Five Hundred Seventy Three Thousand Six Hundred Thirty Six Zlotys). The conditional increase is made in

order to ensure allotment of the series F ordinary bearer shares to the bondholders holding the series E bonds with the pre-emptive right, who are the Entitled Persons within the meaning of the 2007 Delikatesy Centrum Incentive Schemes adopted by the General Meeting of Shareholders on June 28, 2007.

6. The Company shall conditionally increase its share capital by the amount of up to PLN 2,040,000 (Two Million Forty Thousand Zlotys) effected by the issue of up to 1,020,000 (One Million Twenty Thousand) ordinary Series G bearer shares of a nominal value of PLN 1 zloty (one zloty) each and the aggregate nominal amount not exceeding PLN 1,020,000 (One Million Twenty Thousand Zlotys) and by way of issuing up to 1,020,000 (One Million Twenty Thousand) ordinary Series H bearer shares of a nominal value of PLN 1 zloty (one zloty) each and the aggregate nominal amount not exceeding PLN 1,020,000 (One Million Twenty Thousand Zlotys). The conditional increase is made in order to ensure allotment of the series G ordinary bearer shares to the bondholders holding the series F bonds with the pre-emptive right and in order to ensure allotment of the series H ordinary bearer shares to the bondholders holding the series G bonds with the pre-emptive rights, who are the Entitled Persons within the meaning of Fourth and Fifth Employees Incentive and Reward Schemes for 2007 and 2008 adopted by the General Meeting of Shareholders on June 28, 2007.”

4. The last sentence of § 6a Section 1 of the Statute of the Company

current wording:

“The Management Board’s authorisation to increase the Company’s share capital and to issue new Company shares within the limit specified above shall expire on November 22nd 2009.”

adopted wording:

“The Management Board’s authorisation to increase the Company’s share capital and to issue new Company shares within the limit specified above shall expire on November 22nd 2010.”

5. § 6a Section 3 of the Statute of the Company

current wording:

“3. Subject to the approval of the Supervisory Board, the Management Board shall determine the detailed terms of each issue of the Company shares made within the limits of the authorized capital, including in particular:

- (i) the number of the shares to be issued in each tranche or series,
- (ii) the issue prices of the shares of each particular issue,
- (iii) the opening and closing dates of the subscription periods,
- (iv) the detailed terms and conditions of allotment of the shares,
- (v) the date or dates for determining the pre-emptive rights, unless these rights are waived,
- (vi) the Management Board shall execute agreements with the entities qualified to accept subscription orders for the shares and shall determine the places and dates for the placement of the subscription orders, and

- (vii) the Management Board shall execute relevant agreements (including paid and free-of-charge) to secure the success of the issue, including in particular the standby or firm commitment underwriting agreements.”

adopted wording:

“3. Subject to the approval of the Supervisory Board, the Management Board shall determine the detailed terms of each issue of the Company shares made within the limits of the authorized capital, including in particular:

- (i) the number of the shares to be issued in each tranche or series,
- (ii) the issue prices of the shares of each particular issue and/or issue of the shares in exchange for non-pecuniary contribution,
- (iii) the opening and closing dates of the subscription periods,
- (iv) the detailed terms and conditions of allotment of the shares,
- (v) the date or dates for determining the pre-emptive rights, unless these rights are waived,
- (vi) the Management Board shall adopt resolutions and undertake other actions concerning dematerialization of shares and shall execute agreement with the National Depository for Securities or with another entitled entity to register, respectively, shares, pre-emptive rights and rights to shares,
- (vii) the Management Board shall adopt resolutions and undertake other actions concerning, respectively, the issue of shares in a public offering and/or seeking for admission of the shares to trading on a regulated market,
- (viii) the Management Board shall execute agreements with the entities qualified to accept subscription orders for the shares and shall determine the places and dates for the placement of the subscription orders,
- (ix) the Management Board shall execute relevant agreements (including paid and free-of-charge) to secure the success of the issue, including in particular the standby or firm commitment underwriting agreements, as well as agreements pertaining to the issue of depositary receipts outside the territory of the Republic of Poland.”

In the attachment, the Management Board of the Company presents the resolutions adopted by the Meeting on 28 June 2007.

*Legal basis: § 39.12., § 39.1.4 and 39.1.5 in conjunction with § 97.5 of the Decree of Council of Ministers of October 19, 2005 on Current and Periodical Information Disclosed by Issuers of Securities (Journal of Laws 209.1744) in conjunction with Art. 60.2 of the Act of July 29, 2005 on Public Offering, Conditions Governing the Introduction of Financial Instruments to Organised Trading, and Public Companies (Journal of Laws 184.1539)*