

## **EUROCASH S.A.**

### **Placement of Subscription Orders for Series C Shares in Eurocash S.A. by Members of the Management Board**

Komorniki, January 23, 2009

#### **Current Report No. 3/2009**

The Management Board of Eurocash S.A. ("the Company") hereby reports that, on January 22, 2009, it received a notification from members of the Company's Management Board informing that: on January 22, 2009, the member of the Management Board – in connection with the participation in Incentive Scheme II – purchased for the total price of PLN 199.42, 19 942 Series B Bonds issued by Eurocash S.A., with the pre-emptive rights to acquire Series C ordinary bearer Shares in Eurocash S.A. with the par value of PLN 1.00 per share ("Series C Shares"), and – in exercise of the pre-emptive rights – placed a subscription order for 498 550 Series C Shares with the issue price of PLN 4.32 per share. on January 15, 2009, the member of the Management Board – in connection with the participation in Incentive Scheme II – purchased for the total price of PLN 160.00, 16 000 Series B Bonds issued by Eurocash S.A., with the pre-emptive rights to acquire Series C ordinary bearer Shares in Eurocash S.A. with the par value of PLN 1.00 per share ("Series C Shares"), and – in exercise of the pre-emptive rights – placed a subscription order for 400 000 Series C Shares with the issue price of PLN 4.32 per share. on January 22, 2009, the member of the Management Board – in connection with the participation in Incentive Scheme II – purchased for the total price of PLN 62.80, 6 280 Series B Bonds issued by Eurocash S.A., with the pre-emptive rights to acquire Series C ordinary bearer Shares in Eurocash S.A. with the par value of PLN 1.00 per share ("Series C Shares"), and – in exercise of the pre-emptive rights – placed a subscription order for 157 000 Series C Shares with the issue price of PLN 4.32 per share. The Incentive Scheme referred to above was approved under the Extraordinary General Shareholders Meeting's Resolution No. 3 of September 14th 2004, concerning the issue of bonds with pre-emptive rights attached, a conditional share capital increase and a waiver of pre-emptive rights of the existing shareholders to acquire new issue shares, as amended; in the wording adopted by virtue of Resolution No. 2 dated November 2nd 2004 and Resolution No. 1 dated November 25th 2004. Details about the Incentive Scheme can be found in the Issue Prospectus of Eurocash S.A. published in 2004.