

POLISH FINANCIAL SUPERVISORY AUTHORITY

Current Report No. 21 / 2020

Date of preparation: 21st September 2020

Abbreviated name of the issuer:

EUROCASH

Subject:

The second notification of the shareholders of "Eurocash" S.A. on the intention to merge the companies "Eurocash" S.A. and "DEF" sp. z o.o.

Legal basis:

Art. 56 §1 point 2 of the Act on Offerings - current and periodic information

Report body:

Based on Art. 504 §1 in connection with Art. 402 of the Commercial Companies Code "CCC", the Management Board of "Eurocash" Spółka Akcyjna with its registered office in Komorniki, hereby submits:

THE SECOND NOTIFICATION OF SHAREHOLDERS OF "EUROCASH" S.A. ON THE INTENTION OF MERGER OF "EUROCASH" S.A. AND "DEF" SP. Z O.O.

The Management Board of "Eurocash" S.A. based in Komorniki notifies, pursuant to Art. 504 §1 of the Commercial Companies Code, on the intention to merge the company "Eurocash" S.A. (acquiring company) with the company "DEF" sp. z o.o. (the acquired company). This notification is the second notice of intent to merge.

Announcements of the merger plan of "Eurocash" S.A. with the company "DEF" sp. z o.o. was made on 02/09/2020 on the companies' website at:

<https://grupaeurocash.pl/inwestor/informacje-korporacyjne/lad-korporacyjny> in the tab "Merger" Eurocash "S.A. and" DEF "sp. z o.o."

From 04/09/2020, the shareholders of the merging companies can visit the seat of "Eurocash" S.A. at ul. Wiśniowa 11 in Komorniki with the following documents:

1. a merger plan,
2. financial statements and management board reports on the activities of the merging companies, together with the opinion and report of the statutory auditor for the last three financial years,
3. draft resolutions on the merger of companies,
4. determination of the value of the assets of "DEF" Sp. z o.o. as of August 1, 2020,
5. a statement containing information about the accounting status of "DEF" Sp. z o.o. drawn up for the purposes of the merger on 01/08/2020.

Due to the fact that "Eurocash" S.A. (as the acquiring company) owns 100% of the shares of the company "DEF" sp. z o.o. (as the acquired company):

1. Pursuant to Art. 516 §6 of the Commercial Companies Code, the merger will be effected without increasing the share capital of "Eurocash" S.A. and therefore no changes to the articles of association of "Eurocash" S.A. will be made;
2. Pursuant to Art. 516 § 6 in connection with Art. 516 § 5 of the Commercial Companies Code, the management boards of the merging companies do not prepare a written report referred to in Art. 501 of the Commercial Companies Code;
3. Pursuant to Art. 516 § 6 in connection with Art. 516 § 5 of the Commercial Companies Code, the merger plan is not subject to examination by an expert, therefore an appropriate expert opinion has not been prepared.

Extraordinary General Meeting of "Eurocash" S.A., the subject of which will include adopting a resolution on the merger will be convened by way of a separate current report in the near future.

Detailed legal basis:

Legal basis: art. 504 §1 in connection with Art. 4021 of the Commercial Companies Code in connection with § 19 section 1 point 1 and point 2 of the Regulation of the Minister of Finance of March 29, 2018 on current and periodic information published by issuers of securities and conditions for recognizing as equivalent information required by the law of a non-member state.

Full name of the issuer:	EUROCASH S.A.
Abbreviated name of the issuer:	EUROCASH
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E-mail:	eurocash@eurocash.pl
Website:	www.grupaeurocash.pl
NIP (Taxpayer Identification Number):	779-19-06-082
REGON (Polish Official Business Registry):	631008941

SIGNATURES OF THE COMPANY'S REPRESENTATIVES

Date	Full Name	Position	Signature
21 st September 2020	Jacek Owczarek	Member of the Management Board	
21 st September 2020	Arnaldo Guerreiro	Member of the Management Board	